

A FAWCETT MAGAZINE

OCTOBER

CAPTAIN MIDNIGHT



10¢

68 PAGES IN
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NO. 13



THE NON-STOP FLIGHT AROUND THE WORLD!
CAPT. MIDNIGHT CIRCLES THE EARTH IN 80 HOURS!



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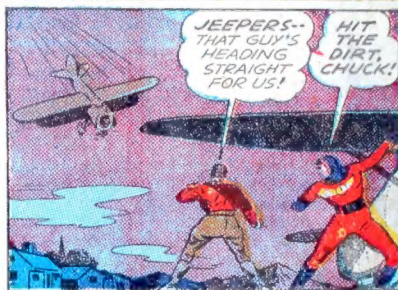
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PRESIDENT



CAPTAIN ALBRIGHT IS KNOWN TO MANY AS ONE OF AMERICA'S GREAT INVENTORS, BUT ONLY A TRUSTED FEW KNOW THAT IT IS HE WHO DONS THE BLAZING UNIFORM THAT SPELLS TERROR TO AXIS RATS AND BECOMES THAT IRON-FISTED FIGHTER FOR FREEDOM—CAPTAIN MIDNIGHT!!



**CAPT. MIDNIGHT'S
MOTTO ---**

**ATTACK!
ATTACK AGAIN!
ALWAYS ATTACK!**

SEE THIS MOTTO USED THIS MONTH IN FOUR AIR EPICS!
NON-STOP FLIGHT AROUND THE WORLD! 4
THE PLANE WITH A LOAD OF NOTHING! 23
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THE PHANTOM BATTLEWAGON! 54

DEATH'S DARK DECOY!
(A RED SKYE SCORCHER! 'NUFF SAID!) 20
**JOHNNY BLAIR IN THE AIR! EPISODE 4 OF THE
SERIAL YOU ASKED FOR! 36**
SILENT JIMS WILL SET YOU LAUGHING ON PAGE 53
PAGE 42 - SPECIAL ANNOUNCEMENT - ... PAGE 42
THEY'VE GONE ACROSS! YOU COME ACROSS!



ORDER IN ADVANCE! We are trying to cooperate 100% in the war effort. With this aim in view, and due to the paper shortage, we are cutting down on the number of copies of each magazine printed. We therefore suggest that you ask your news dealer to reserve your copy of your favorite comics, just to make sure he isn't all sold out when you get to the stand. Incidentally, if the issue isn't on sale the day we announced it would be, remember the transportation difficulties. Every now and then a magazine will be late, even though we'll do our best to avoid it. We're cooperating! Will you?
RESERVE YOUR COPY NOW!

OCTOBER, 1943. VOL. 3, No. 13

CAPTAIN MIDNIGHT SUBSCRIPTION RATE 12 ISSUES FOR \$1.00 IN U. S. AND POSSESSIONS

CAPTAIN MIDNIGHT is published monthly by Fawcett Publications, Inc., at 1100 West Broadway, Louisville, Ky., by arrangement with the Wander Company of Chicago, Ill. W. H. Fawcett, Jr., President; Roger K. Fawcett, Vice-President; Allen E. Norman, Secretary; Gordon Fawcett, Treasurer; Eliot D. Odell, Advertising Director; Roscoe K. Fawcett, Circulation Director; Ralph Daigh, Editorial Director; Al Allard, Art Director. Entered as second-class matter July 8, 1942, at the Post Office at Buffalo, N. Y., under the Act of March 3, 1879. Additional entry at Greenwich, Conn. Application for transfer of second-class entry from Buffalo, N. Y., to Louisville, Ky., under the Act of March 3, 1879, pending. Copyright 1943 by Fawcett Publications, Inc. Reprinting in whole or part forbidden except by permission of the publisher. Subscription rate 12 issues for \$1.00 in United States and possessions; foreign subscriptions 12 issues for \$2.00. Canadian subscriptions not accepted. Single issues 10c. Editorial offices: 1501 Broadway, New York City. Advertising offices: New York, 1501 Broadway; Chicago, 360 No. Michigan Ave.; Los Angeles, Simpson-Reilly, Garfield Bldg.; San Francisco, Simpson-Reilly, 1014 Russ Bldg. General offices, Fawcett Building, Greenwich, Conn. Printed in U. S. A.

CAPTAIN MIDNIGHT



FIXION TODAY-FACT TOMORROW! OUT OF THE GROWING AIR WAR OF TODAY SUDDENLY EMERGES THE MOST ASTOUNDING EVENT SINCE THE DAYS OF JULES VERNE-- **A PLANE THAT CAN FLY AROUND THE WORLD NON-STOP!** PERFECTED BY BRILLIANT CAPTAIN ALBRIGHT, AMERICA'S INVENTIVE GENIUS, THE **JULES VERNE EXPRESS** ROARS AROUND THE WORLD WITHOUT A STOP! AND PILOTED BY HEROIC **CAPTAIN MIDNIGHT**, IT SMASHES THROUGH ALL THE HAZARDS DEvised BY THE JEALOUS AXIS TO CIRCLE THE GLOBE IN 80 HOURS! JOIN CAPTAIN MIDNIGHT ON HIS FLIGHT AROUND THE EARTH, IN THE **PLANE OF TOMORROW!**

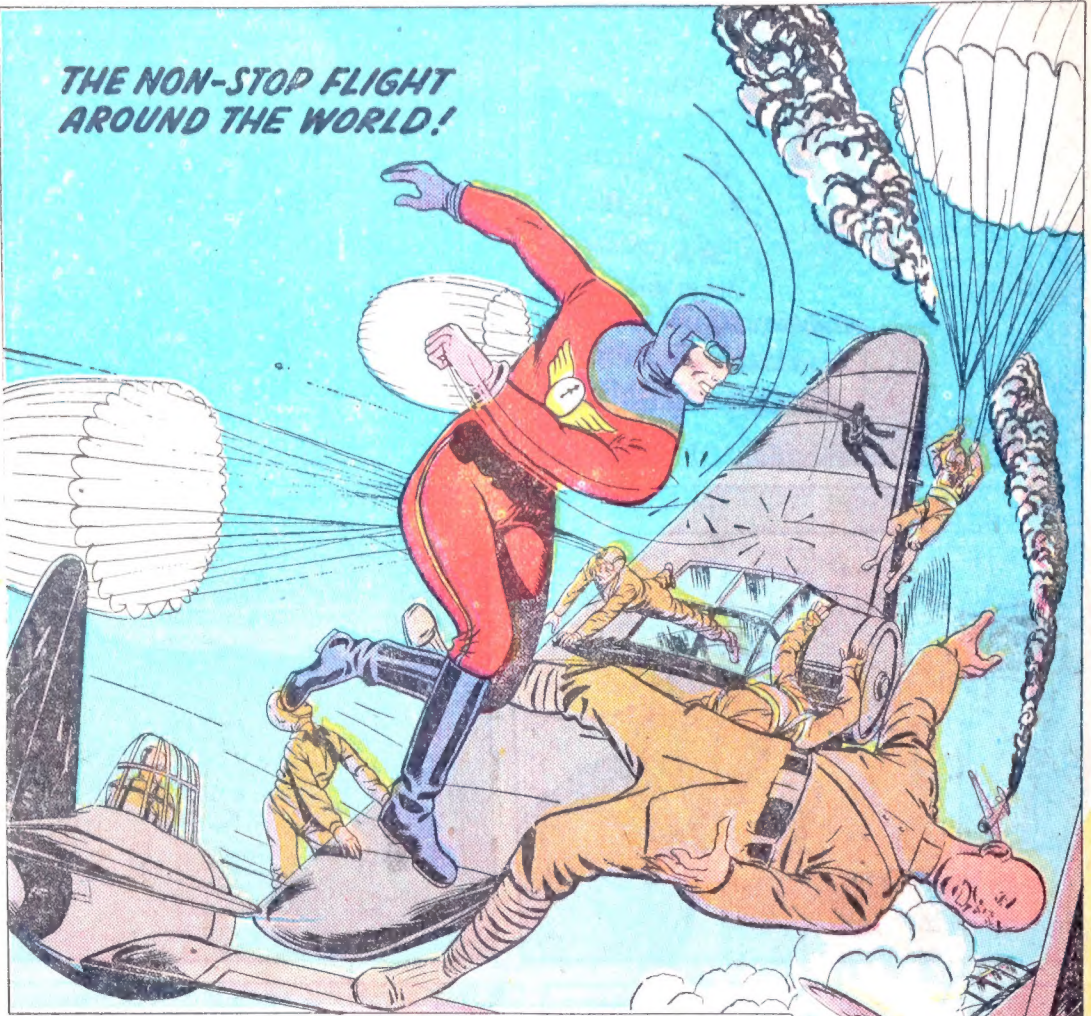
CAPTAIN ALBRIGHT AND HIS FAMOUS INVENTIONS ARE ALWAYS HEADLINE NEWS TO THE AMERICAN PRESS!

EXTRA THE DAILY SUN EXTRA

ALBRIGHT PLANS NON-STOP WORLD FLIGHT! WITH A NEW, SECRET ENGINE THAT USES AMAZINGLY LITTLE FUEL, FAMED CAPTAIN ALBRIGHT CLAIMS HE WILL CIRCLE THE GLOBE **WITHOUT LANDING!**

NOT ONLY WOULD SUCH A WORLD-CIRCLING PLANE GIVE THE ALLIES COMPLETE AIR SUPERIORITY DURING THE WAR, BUT IT WILL CREATE A WORLD AIR FEDERATION **AFTER THE PEACE!**

THE NON-STOP FLIGHT AROUND THE WORLD!



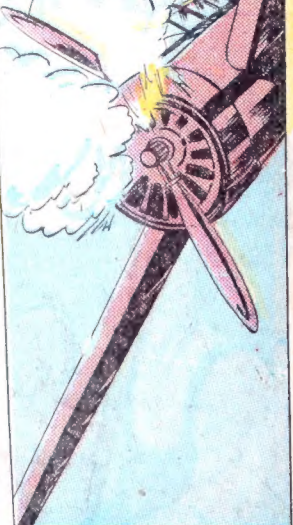
ALL AMERICA IS JUBILANT--- EXCEPT THE MEMBERS OF THE "AMERICA ALERT" COMMITTEE!

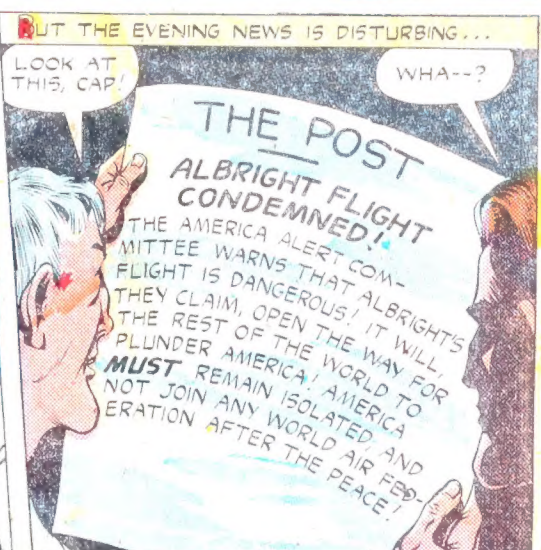
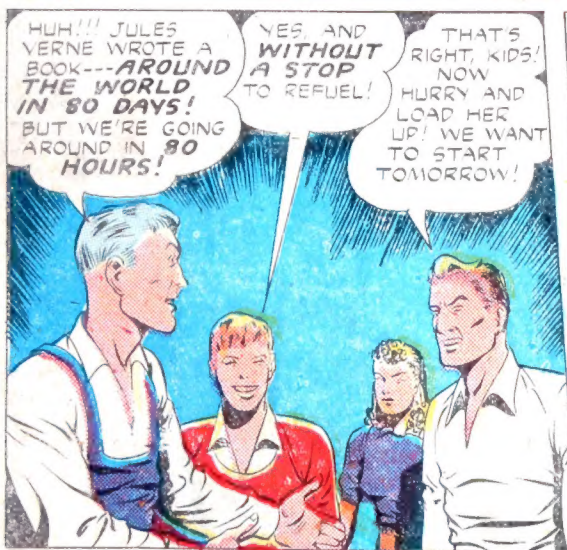
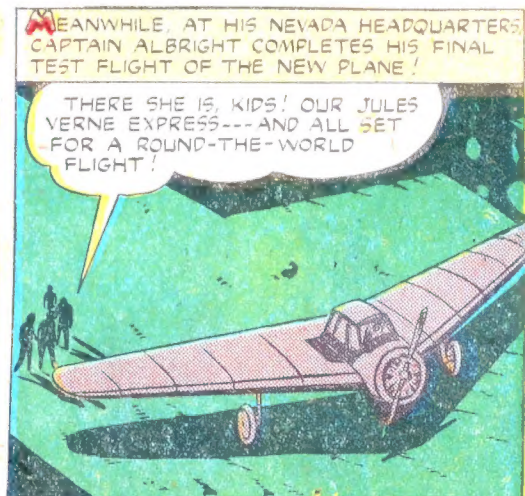
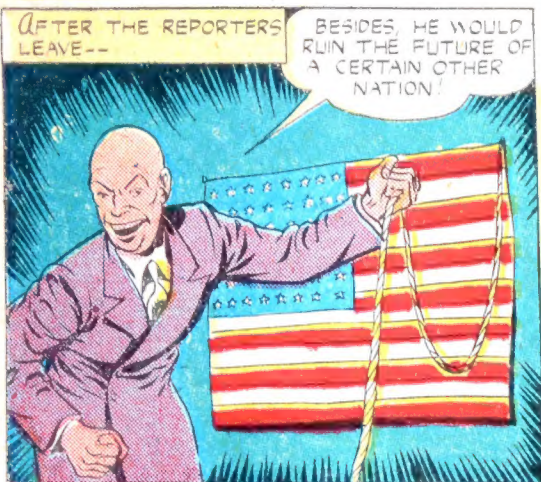
ANY COMMENT FOR THE PRESS ON ALBRIGHT'S FLIGHT?

WORLD AIR FEDERATION--
BAH! AMERICA MUST GO
BACK TO **ISOLATION**
AFTER THE WAR!

ALBRIGHT MUST
BE STOPPED--OR
HE WILL RUIN
AMERICA'S
FUTURE!

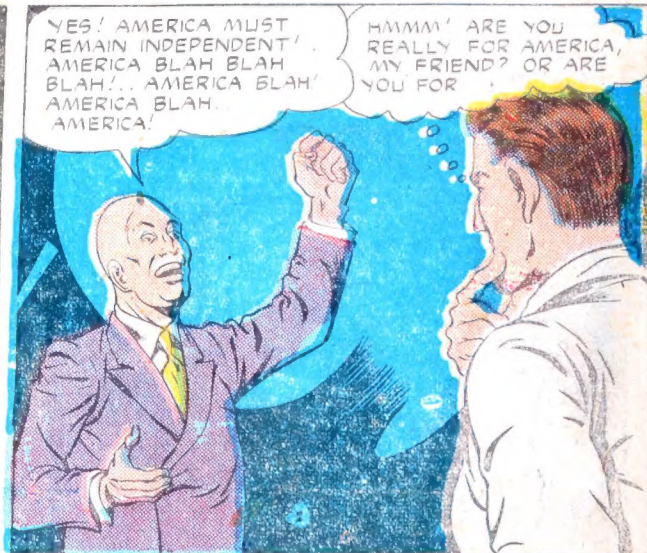
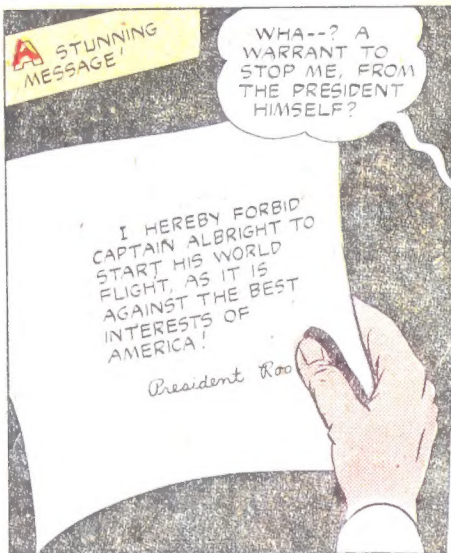
AMERICA
ALERT
COMMITTEE

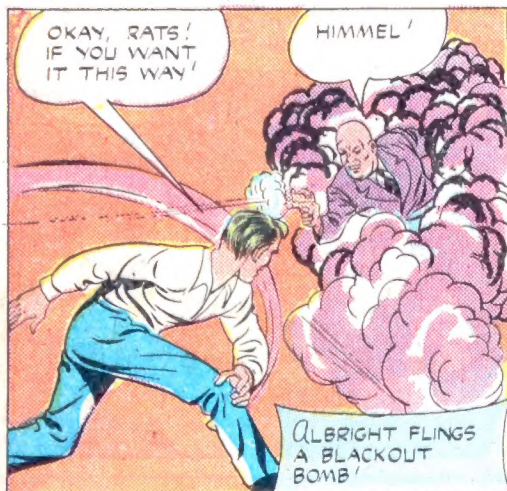
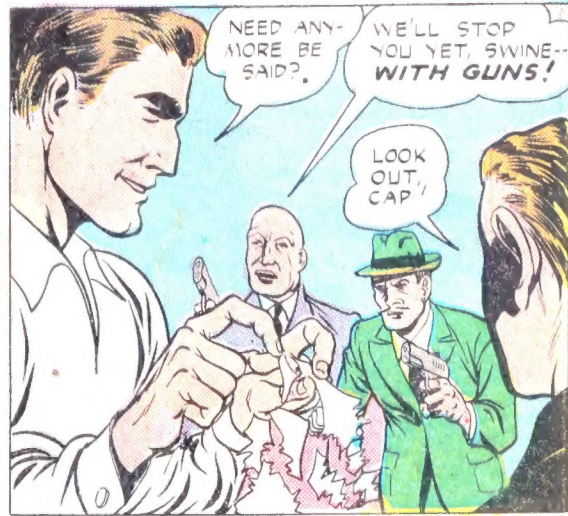






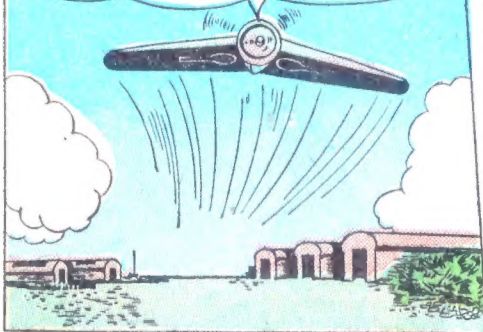
EARLY THE NEXT DAY, THE NEW PLANE IS LOADED AND READY FOR ITS RECORD-BREAKING TRIP!



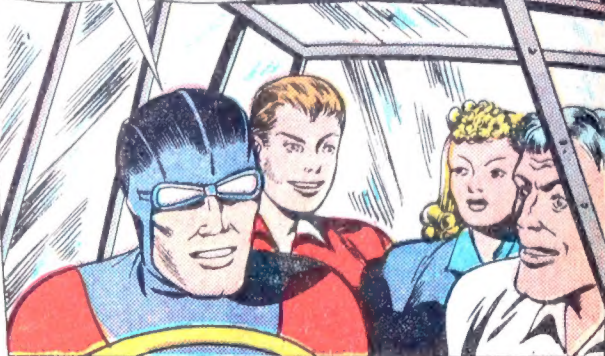


CAPTAIN MIDNIGHT AND HIS THREE AIDES TAKE OFF ON THEIR HISTORY-MAKING JOURNEY!

HURRAY! WE'RE OFF! AROUND THE WORLD IN 80 HOURS--OR BUST!



WHEW! IT FEELS GOOD TO GET STARTED! WELL, EVERYTHING OUGHT TO BE SMOOTH SAILING FROM NOW ON!



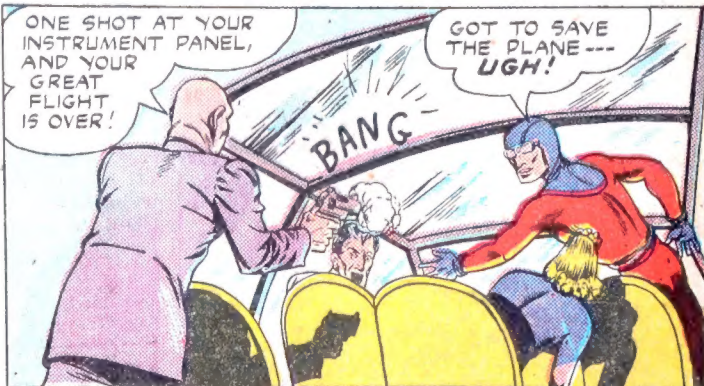
WILL IT? I BEG TO DIFFER WITH YOU, CAPTAIN MIDNIGHT! FOOL! I SLIPPED ABOARD WHILE MY MEN WERE FIGHTING YOU AND ALBRIGHT!



HERR PHUFF--- A STOWAWAY!

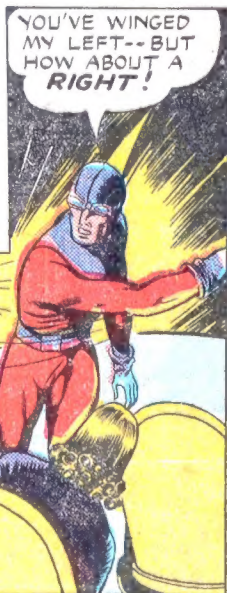
ONE SHOT AT YOUR INSTRUMENT PANEL, AND YOUR GREAT FLIGHT IS OVER!

GOT TO SAVE THE PLANE---
UGH!



CAPTAIN MIDNIGHT TAKES THE SHOT IN HIS ARM!

YOU'VE WINGED MY LEFT--BUT HOW ABOUT A RIGHT!



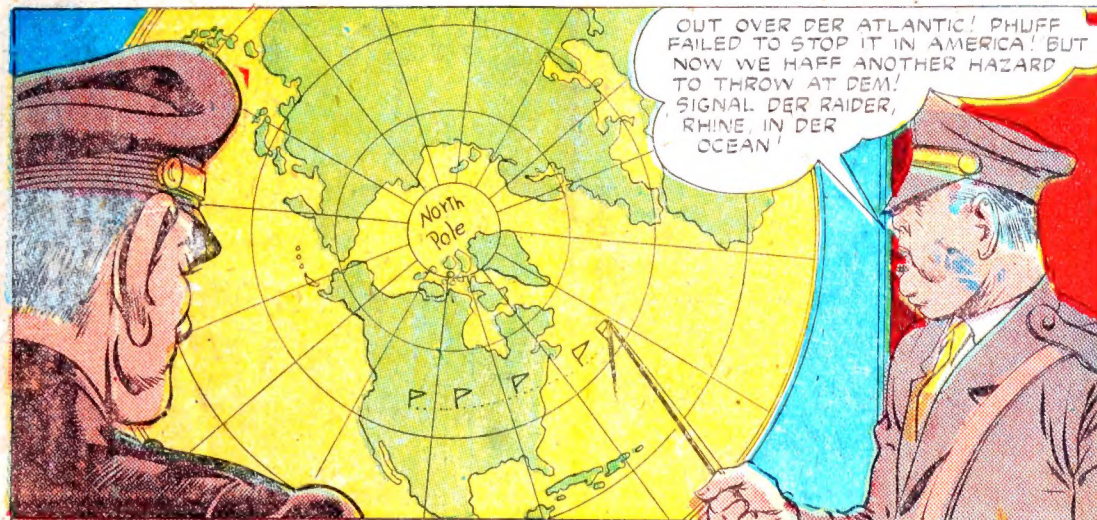
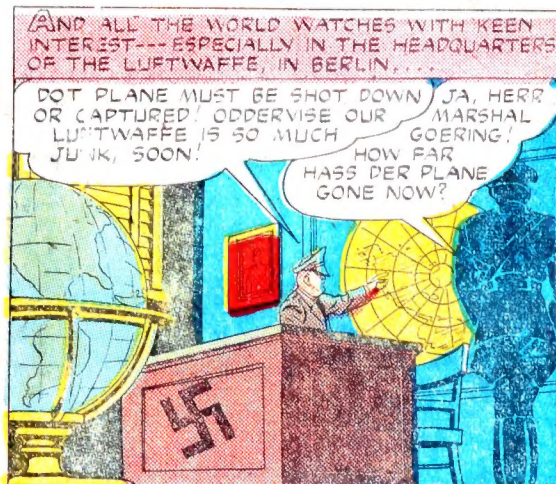
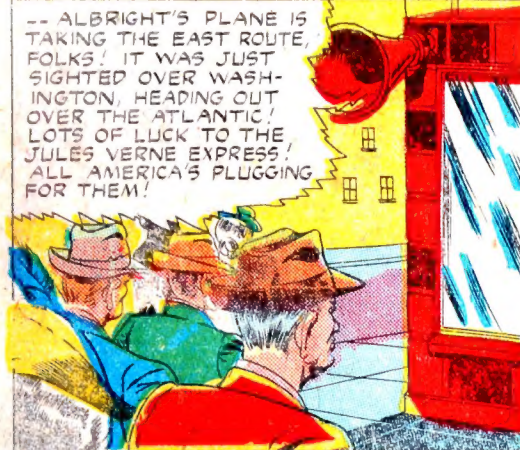
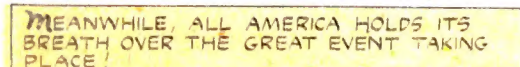
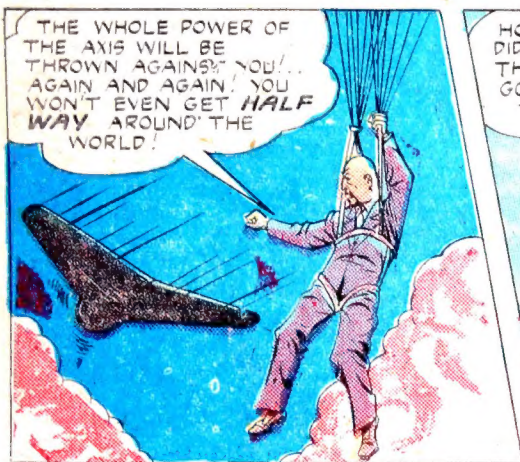
YULP! EVEN WOUNDED, HE'S A TERROR!

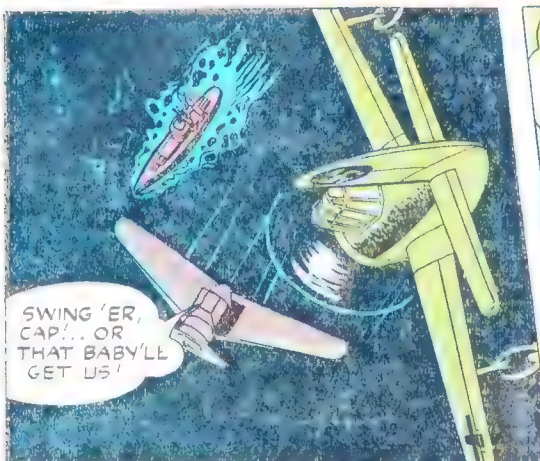
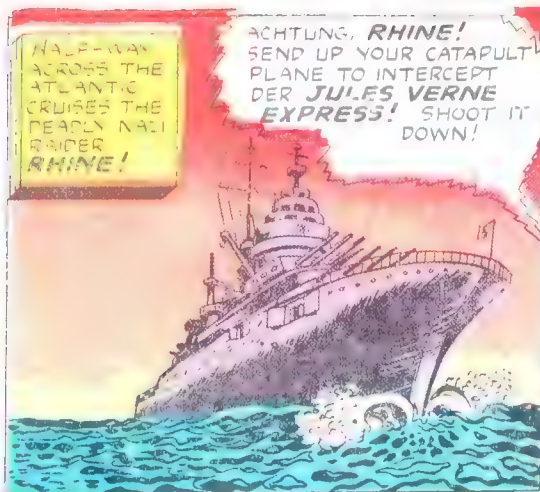


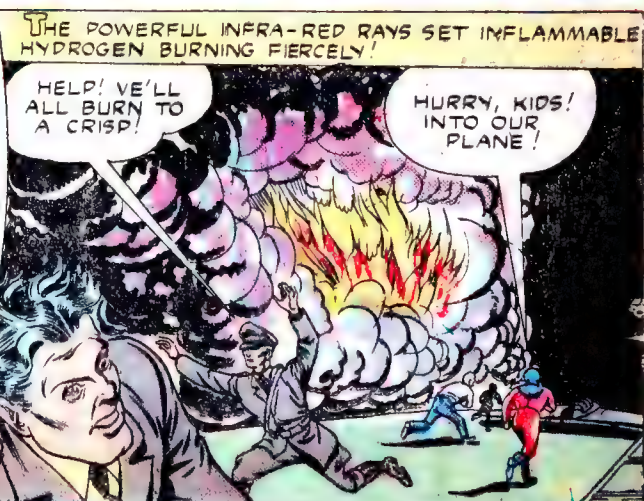
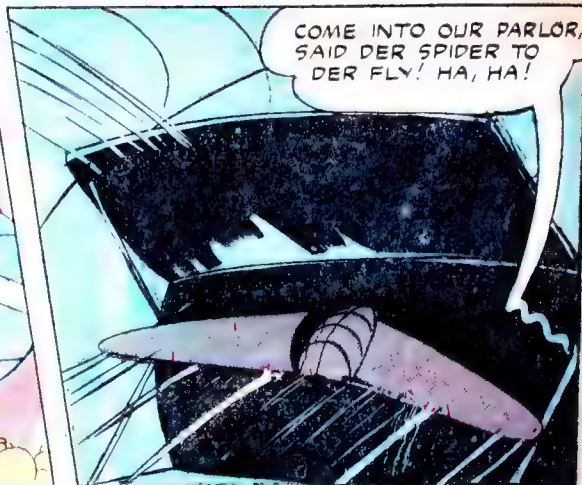
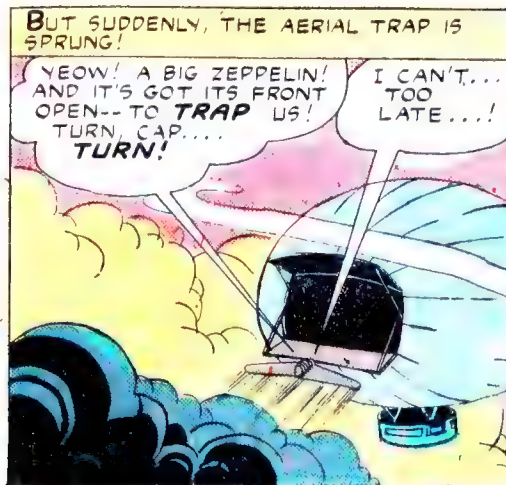
YOU'LL LAND BY PARACHUTE! I CAN'T TAKE YOU ALONG AS PRISONER--- EVERY DROP OF GAS COUNTS!

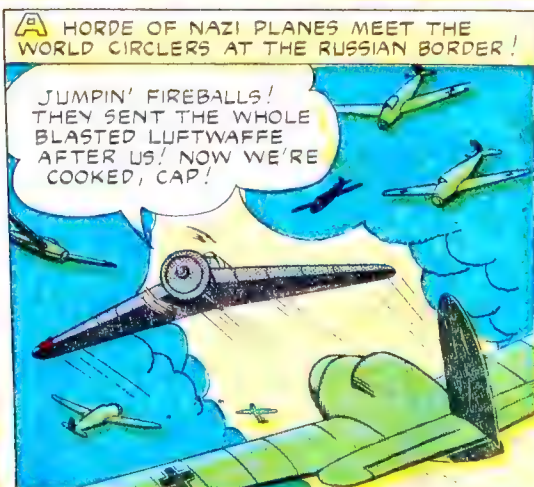
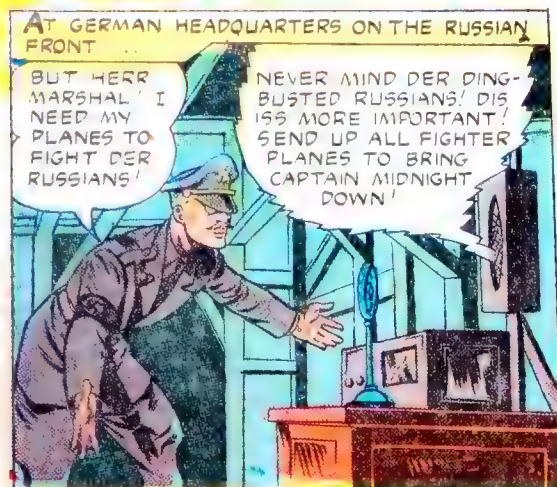
YOU'LL BE STOPPED YET, CAPTAIN! EVEN NOW MY MEN ARE RADIOING BERLIN, ROME AND TOKYO--AND ALL POINTS BETWEEN!



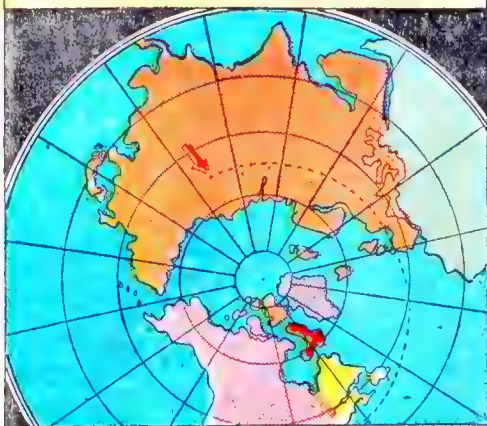






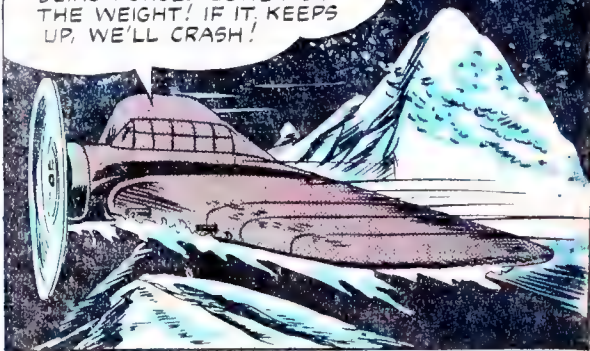


AND SO THE WORLD FLIGHT GOES ON---
ON INTO THE BLEAKNESS OF SIBERIA!



BUT HERE, WHERE THE NAZIS HAVE GIVEN UP,
NATURE STRIKES A BLOW AGAINST THE
ADVENTURERS!

ICE ON OUR WINGS! WE'RE
BEING FORCED LOWER BY
THE WEIGHT! IF IT KEEPS
UP, WE'LL CRASH!



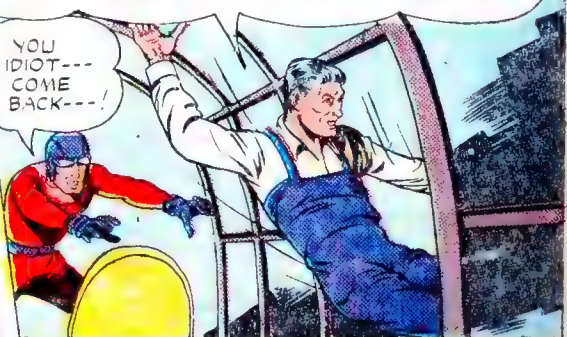
IF WE COULD
ONLY LIGHTEN
THE SHIP A
LITTLE BIT---

I'LL LIGHTEN
THE SHIP, CAP!



WHAT IS MY PALTRY LIFE, COMPARED TO THE
SUCCESS OF THIS EPIC FLIGHT? YOU THREE GO
ON! I'LL FIND MY LAST RESTING PLACE IN
THE BITTER SNOWS! FAREWELL! FAREWELL!

YOU
IDIOT---
COME
BACK---



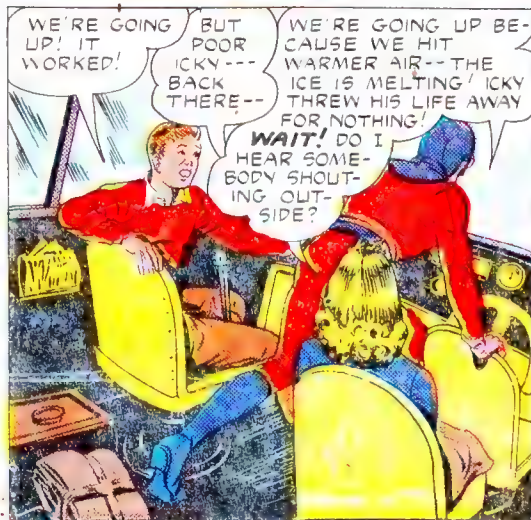
LUCKY SACRIFICES HIS LIFE, TO LIGHTEN
THE SHIP!

WE'RE GOING
UP! IT
WORKED!

BUT
POOR
ICKY---
BACK
THERE--

WE'RE GOING UP BE-
CAUSE WE HIT
WARMER AIR--THE
ICE IS MELTING! ICKY
THREW HIS LIFE AWAY
FOR NOTHING!

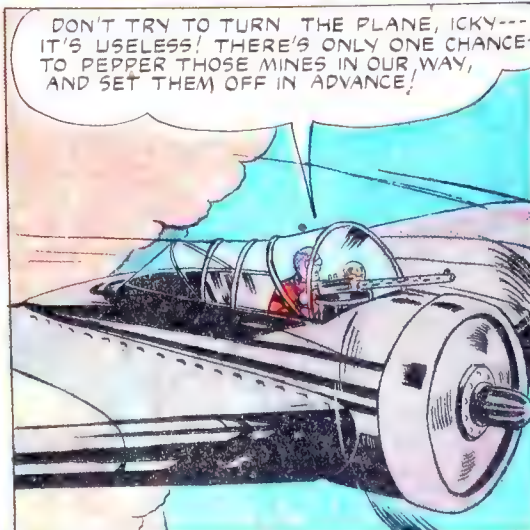
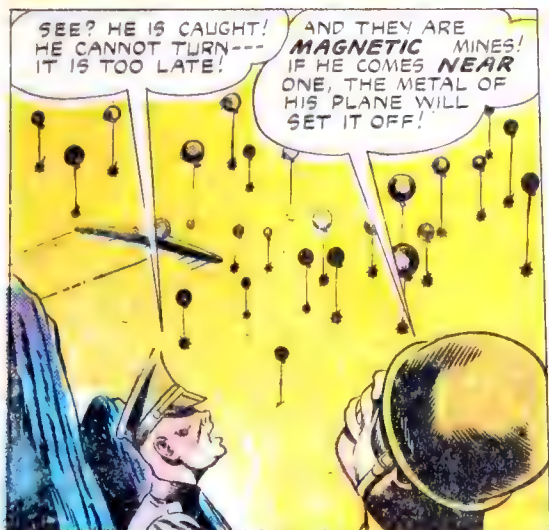
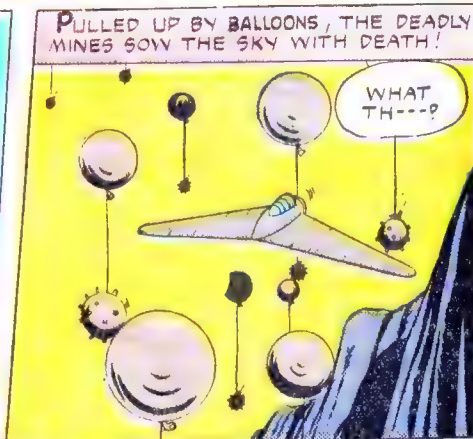
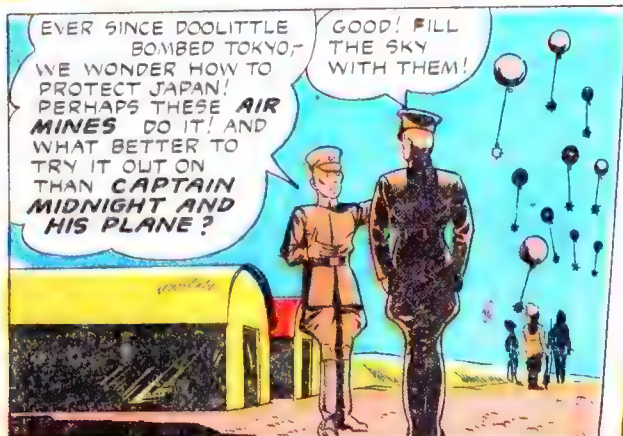
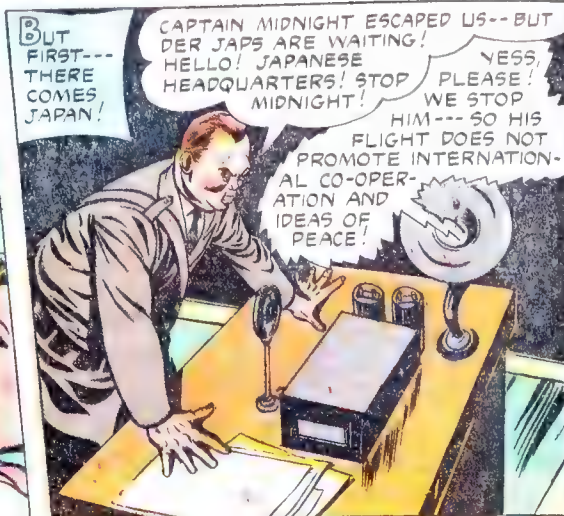
WAIT! DO I
HEAR SOME-
BODY SHOUT-
ING OUT-
SIDE?



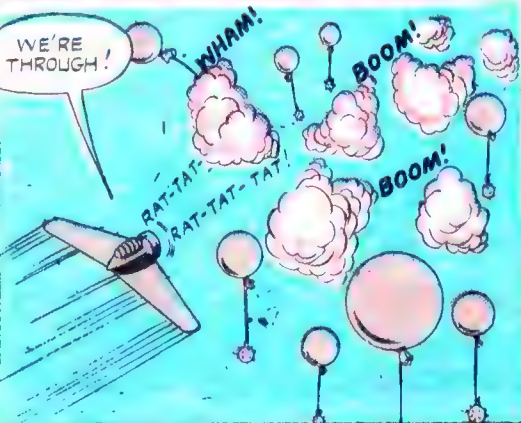
I DIDN'T FALL AT ALL, DING-
BLAST IT! MY PANTS
CAUGHT! P-PULL
ME IN, WILL YA?
IT'S C-COLD
OUT HERE!



A NOBLE SACRIFICE THAT CAME TO
NAUGHT!



CAPTAIN MIDNIGHT'S UNERRING AIM SETS OFF THE MINES!

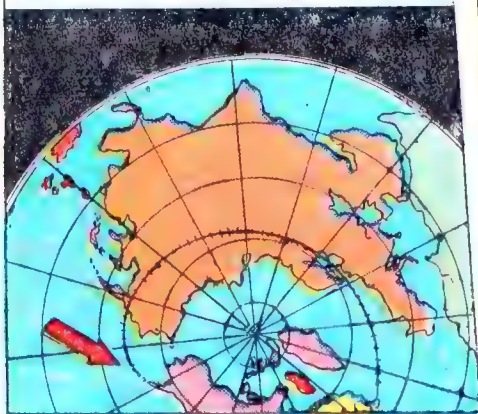


SO LONG, TOKYO!
NYAAAAA!

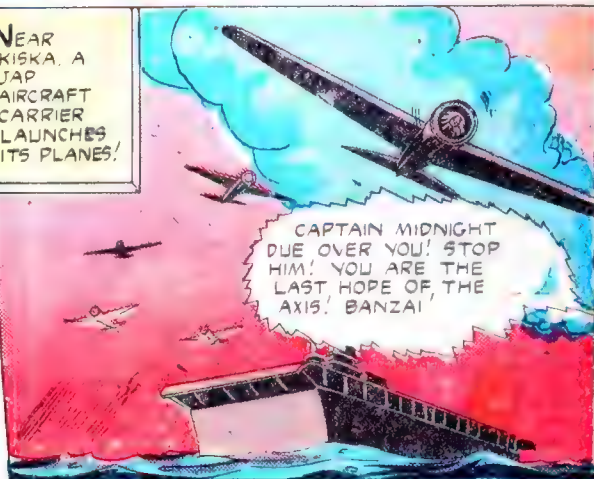
WHEW! THAT'S THAT!
NOW THE **LAST LAP!**
THE REST OUGHT TO
BE DUCK SOUP--ACROSS
THE ALEUTIANS,
ALASKA AND CANADA--
ALL ALLIED
TERRITORY!



BUT DANGER LURKS IN THEIR PATH,
WHEN ALL SEEMS SAFEST!

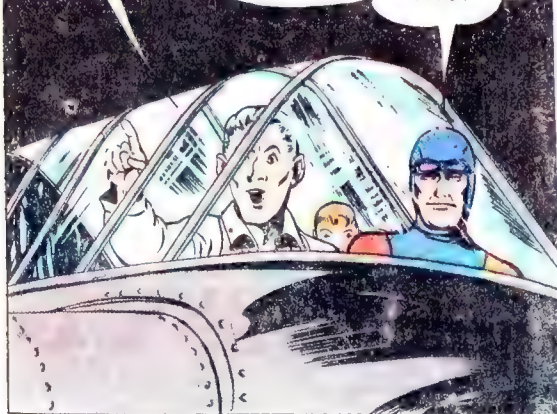


NEAR
KISKA, A
JAP
AIRCRAFT
CARRIER
LAUNCHES
ITS PLANES!



ANOTHER FIGHT
ON OUR HANDS--
ZEROS!

NO, THOSE AREN'T ZEROS,
ICKY! THEY'RE **TRANSPORT
PLANES!** HMMM! THERE'S
SOMETHING STRANGE ABOUT
THIS!



THE WILY JAPS
PULL AN AMAZ-
ING TRICK!

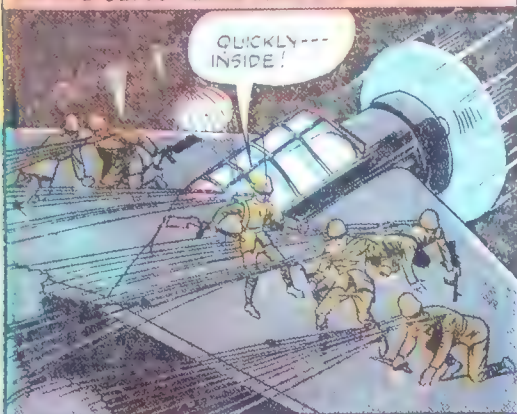
LEAPIN'
LIZARDS!
**JAP
PARA-
CHUTISTS!**

MOST OF US
WILL MISS-- BUT
**SOME OF US WILL
LAND ON YOU,
CAPTAIN
MIDNIGHT!**



AND SOME **DO** LAND ON THE BROAD WINGS OF THE JULES VERNE EXPRESS!

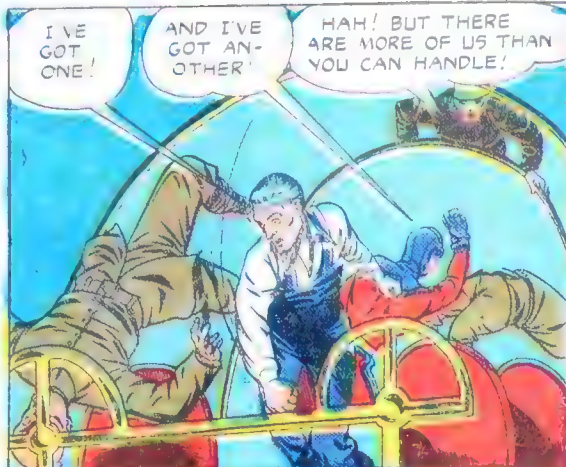
QUICKLY---
INSIDE!



I'VE
GOT
ONE!

AND I'VE
GOT AN-
OTHER!

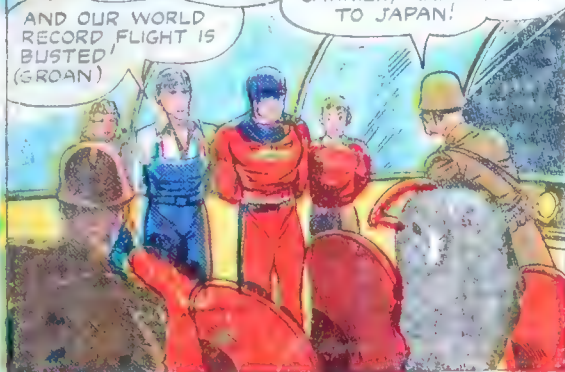
HAH! BUT THERE
ARE MORE OF US THAN
YOU CAN HANDLE!



THE ODDS ARE OVERWHELMING! OUR FRIENDS ARE
LASHED TO THE WALL!

THE PLANE IS OURS! WE WILL LAND IT ON OUR
CARRIER, AND TAKE IT
TO JAPAN!

AND OUR WORLD
RECORD FLIGHT IS
BUSTED!
(GROAN)



BUT CAPTAIN MIDNIGHT'S KEEN MIND
SEES A SOLUTION!

DIDN'T BOTHER TO FASTEN THE SAFETY
BELTS, DID YOU, MY FRIENDS? SO I'LL JUST
KICK THE STICK AROUND, AND TURN THE
PLANE UPSIDE DOWN!

NO---



AAAH!

HELP!

GIVE OUR REGARDS
TO THE FISHES.



THEN TIED
US TO THE
WALL! THAT'S
WHAT SAVED
US! NOW TO
KICK THE STICK
AROUND AGAIN.

HURRY!
DON'T LET
THIS UP-
SIDE-DOWN
STUFF!



USING HIS BELT-KNIFE TO CUT HIS BONDS CAPTAIN MIDNIGHT ONCE MORE PILOTS THE PLANE ON EVEN KEEL!

HOME STRETCH, KIDS! WE'RE GOING DOWN THE CANADA COAST TO THE GOOD OLD U.S.A.!

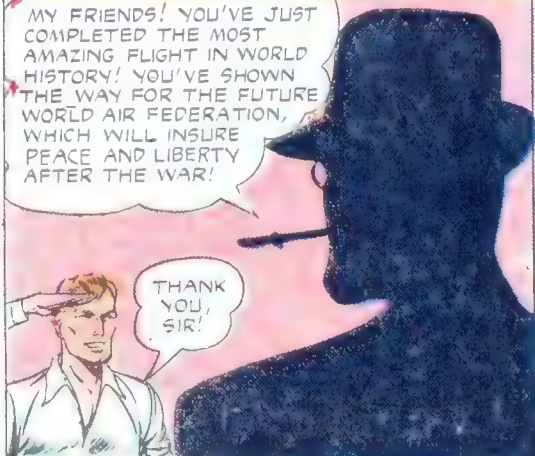
HURRAY! WHOOPS! WE DONE IT! WE DID IT! WE DOOD IT!



AWAITING THE ADVENTURERS IS A WELL-KNOWN FIGURE....

MY FRIENDS! YOU'VE JUST COMPLETED THE MOST AMAZING FLIGHT IN WORLD HISTORY! YOU'VE SHOWN THE WAY FOR THE FUTURE WORLD AIR FEDERATION, WHICH WILL INSURE PEACE AND LIBERTY AFTER THE WAR!

THANK YOU, SIR!



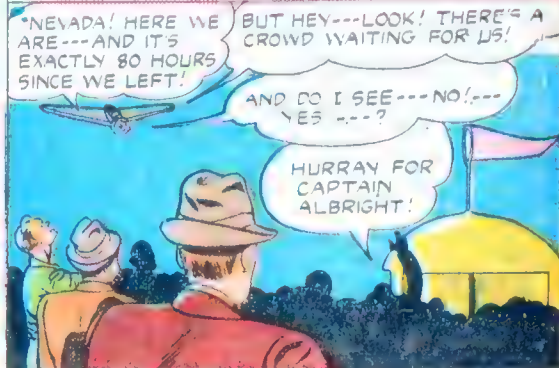
CAPTAIN MIDNIGHT PILOTS THE PLANE BACK TO NEVADA, COMPLETING A NON-STOP FLIGHT AROUND THE WORLD---24,000 MILES AGAINST ALL HAZARDS THE AYE COULD THROW AGAINST THEM! BUT CAPTAIN ALBRIGHT GETS THE CREDIT!

*NEVADA! HERE WE ARE---AND IT'S EXACTLY 80 HOURS SINCE WE LEFT!

BUT HEY---LOOK! THERE'S A CROWD WAITING FOR US!

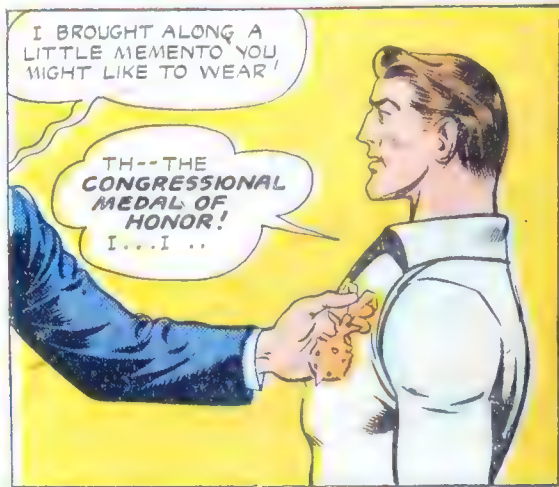
AND DO I SEE---NO!---YES ---?

HURRAY FOR CAPTAIN ALBRIGHT!



I BROUGHT ALONG A LITTLE MEMENTO YOU MIGHT LIKE TO WEAR!

TH--THE CONGRESSIONAL MEDAL OF HONOR! I...I...



LATER, WHEN OUR BOLD ADVENTURERS ARE ALONE...

BOY! DOES IT LOOK GOOD ON ME!

DON'T BE SELFISH, ICK! IT'S MY TURN TO WEAR IT NOW!

EASY, KIDS! YOU'LL ALL GET YOUR TURN!



Your Medals of Honor

ARE THE
WAR BONDS
YOU
PURCHASE!

KEEP 'EM
BUYING!



DEATH'S DARK DECOY

BY JOSEPH J. MILLARD

THE DESTROYER BEGAN
WINKING UP AT THEM
WITH EYES OF BRIGHT
FLAME.

**It was a bombardier's dream
—a Jap transport packed to
the gunnels with troops. And
overhead was Red Skye,
without a bomb to his name.**

WILLIE WEATHER had promised fog and once he hit the nail on the head. You couldn't even call it "soup." It was more like flying in whipped cream—a dirty, brownish sort of whipped

cream that parted reluctantly over the big bomber's nose and then swirled shut behind, cutting them off from the sea and the sky.

Willie Weather was the air force nickname for the weather man at the big American air base in the Aleutian Islands. His real name was William Connors and he was a gaunt, conscientious individual who worried himself into chronic

dyspepsia over the fickleness of the Aleutians weather. Usually when he predicted fog the sun glared down and the Japs posted the diving day-lights out of the base. And when every rule of meteorology told him the fliers were in for a few hours of perfect flying weather, it rained, hailed, snowed, sleeted or cooked up a nerve-shattering combination of all four. It wasn't Willie

Weather's fault. The world is still waiting for the genius who can bat over .050 trying to forecast weather in the Aleutian Islands.

But this time Willie had hit it and everybody was happy—or moderately so. Nobody was enthused about the mission they were on. Red Skye hunched over the controls of the big PBY Catalina Flying Boat and growled about the job. Back at the chart table, little Dink Devans, the navigator, was griping audibly as he went slowly nuts trying to get a course or drift reading. Mackley, the radioman, was snarling to himself while bursts of ear-shattering static from an electrical storm made radio communications impossible. The gunners were grumbling and the bombardier was complaining and up in his lonely cubicle over their heads, the engineer growled at his dials.

The trouble was that this was a combat group, trained and nerved for the smash and bang of battle, on edge for the grim satisfaction of watching their bombs roar home on Jap targets. And what had it gotten them? The thankless, unexciting job of mine-laying around Kiska Harbor, that's what. Instead of bombs, six long-nosed sea-mines snuggled comfortably under the PBY's wings, to be dropped stealthily under cover of the fog with nobody ever to know whether one of them did its work or not. Except the Japs, of course, and they weren't telling.

"We ought to make Kiska inside of half an hour," Red Skye said over the intercom, more to make conversation than anything else.

"Who'd know," Dink Devans snarled. "For all the course I can plot in this stuff, we might be over Tokyo or South Bend, Indiana. Let's go down-stairs again and see if I can get a drift sight. If I knew the drift, I could estimate a needle fix."

"Hah," Dick Sears, the co-pilot snapped. "Just remember, pal, this hay-wagon is no submarine. You go under a hundred feet on the alti and I'm getting out and walking home."

THE LAUGHTER rang along the phone line. Red Skye put the big crate's nose down, feeling blindly for a clearing over the sea where a smoke bomb, dropped on the surface, would give Dink a sight on how badly they were drifting off compass course. They had tried twice before without success to find a break in the fog. If they didn't succeed soon, they might pile up on a mountain somewhere in a beautiful thunder and that would be that.

"Hey," Sears said sharply. "Am I seeing things or is it thinning out?"

"It's thinning," Red said, his eyes on the whipping tendrils where a moment before there had been solid wall.

The bomber nosed downward and suddenly rocketed out into gray brightness where the fog hung high above the leaden sea. Simultaneously a chorus of yells burst from six throats...

Almost directly below them, plowing placidly through the dark swells, was a Jap transport, convoyed by a single darting destroyer. From five thousand feet they looked al-

most down her funnels, saw her decks brown with troops jammed gunnel to gunnel. At the same instant the guarding destroyer curveted across the transport's bows and began winking up at them with eyes of bright flame. A moment later the sky around the PBY blossomed with cotton-tuft bursts of flak.

"Man, oh man," Rogers, the bombardier, murmured. "Reinforcements sneaking into Kiska under the fog and by the luck of the Irish, we catch 'em at it. Take me over, Red, old son. Take me over... Nuts!!!"

The last came with the sudden realization that their wing-racks held not bombs but blunt-nosed mines. Red was horsing the bomber through the pattern of flak, his lips taut, eyes grim with helpless anger. It was a perfect break, a bomber's dream—and they had no bombs.

"Lemme lay these cans on her," Rogers pleaded, fingering the release button. "Take me low, Red, and I'll lay mines right on her pulpit."

"No," Red said reluctantly. "No soap, Rog. You know those things have no fins and no nose-weight. Every breath of wind can drift them. You haven't a chance in the world of scoring a hit at this height and any lower, we'll be blown out of the sky by their gunners. Mack, radio base to send a bomber, quick."

"Whaddaya think I'm pounding out here now?" Mackley demanded sourly. "Nursery rhymes?" He swore disgustedly. "Fat chance of their getting us. Red, this magnetic storm is so bad no signal can get through."

"We can't let 'em get away," Sears growled. "There must be four or five thousand yellow apes on that transport. If they get to Kiska, it may mean an invasion try." He turned to Red Skye, his eyes bleak. "What say we make a crash landing on her forward deck, fellow? With these mines, we could blow her clear back to Tokyo, a piece at a time. What happens to us isn't important, compared to sinking that load of slaughter-hounds."

"As a last chance, I'm for it," Red said tightly. "But there may be one other way that's better. Hang on, fellows. We're going into that flak."

They knew Red Skye, knew his uncanny ability to discover deadly tricks and his fantastic luck at escaping alive. They trusted him, but they were ready to sacrifice themselves if necessary to sink that transport. They listened while Red outlined his plan, and every man snapped a curt "okay".

The destroyer was running wild down below, frantically mothering its lumbering charge, filling the air with shell-bursts. Deliberately Red Skye turned the PBY and nosed into the pattern of those bursts. It was suicidal—almost. The bomber rocked and pitched. The wings sang to the hail of shrapnel. Fabric shredded from the elevators and a tip-float, folded into the port wing, dissolved in a shower of splinters. Then another burst came below and almost turned the big boat onto its back. It was the one Red was waiting for.

He calmly cut the port motor and threw the PBY into a limping spin as though mortally hit. Rocking, pitching,

fighting to gain equilibrium, only to lose it again, the Catalina staggered away from the transport, toward the fog wall closing in and toward the sea. Like a hound on the scent, the destroyer threw up a bone of white and sped in pursuit, pumping the air full of flak.

At the edge of the fog, with the first shreds hiding them, Red levelled the bomber for an instant. One after another, the six deadly mines dropped away, falling in a line across the sea. Then the bomber struggled upward as though making a last despairing try for safety.

"Careful, now," Red said, wheeling back clear of the fog. "I don't think they saw us lay those eggs. We've got to time this right."

THE DESTROYER was flashing toward them for the kill, sure the bomber would be cold meat on the sea at any moment. And—exactly as Red had planned and hoped—the big, heavily-laden transport wallowed behind. He had guessed it would, for the transport dared not risk losing its convoy in the fog. With consummate skill Red kept the limping bomber circling, just beyond effective range of the destroyer's guns, until destroyer and transport were close together.

Then, in a last flopping swoop, he sent the big flying boat toward the sea at the edge of the fog. They struck hard, throwing up sheets of water. Instantly Red gunned the starboard engine, sending the big boat flopping into the fog just far enough to give the Jap gunners an occasional tantalizing glimpse of their

apparently helpless prey.

It worked. The destroyer saw a chance to make a confirmed kill. It dashed recklessly into the fog—and the lumbering transport of necessity followed.

Almost daintily Red led them inward. While every man in the crew kept their eyes open for the floating mines, Red worked the big plane through the gap. The Japs had no idea there were mines out there in the open sea. When they found out, it was too late.

The destroyer struck first, and the explosion was a beauty. Half her bow went skyward in a sheet of flame and the forward drive of her screws practically drove her under. The transport saw her guardian's death but had no idea what caused it. In a panic, her skipper tried to turn and succeeded only in throwing the big boat broadside against two of the magnetic mines.

"Happy Fourth of July," Red chortled as the big ship rocked over, split almost in two, spilling squirming brown bugs into the fog-shrouded sea. "What lovely fireworks we have this season."

He fought the controls until the impact waves from the exploding mines had passed them. Then he gunned the port motor back to life and turned for the takeoff. As the big Catalina roared away over the wreck-strewn sea, Red chuckled into the intercom mike.

"Who said mine-laying was dull?" he demanded.

Nobody felt like raising an argument.

The End

CAPTAIN MIDNIGHT

AND THE PLANE
WITH A LOAD OF
NOTHING!



EIGHT MEN IN A DRONING
BOMBER -- AND ONE WITH
A MESSAGE OF DEATH!
AHEAD WHAT HORRIBLE FATE
LURKED? WHAT GHOULISH
MACHINATIONS UNCOILED,
READY FOR THE KILL? BUT
WAIT -- THE CHILL MIST PARTS
AND INTO THE PICTURE PARS
CAPTAIN MIDNIGHT
GRAPPLING WITH THE MYSTERY
OF THE PLANE WITH A
LOAD OF NOTHING!

FAMED CAPTAIN ALBRIGHT, ACE INVENTOR, GETS A PAPER AS HIS AIRLINER MAKES A MIDNIGHT STOP IN THE ROCKY MOUNTAINS.

QUEER, EH, CHUCK?

ESPECIALLY SINCE WE'RE GOING TO SEATTLE, TOO!



AT THAT MOMENT, AT ANOTHER AIR FIELD --

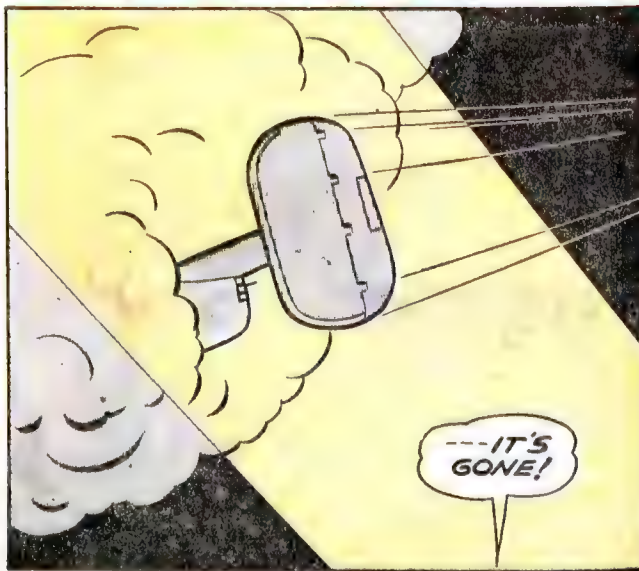
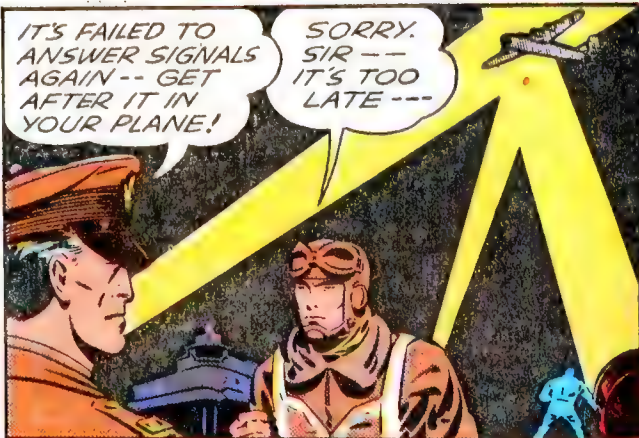
GET THE SEARCHLIGHTS GOING! HERE COMES AN UNSCHEDULED FLIGHT!



IT-- IT'S THE MYSTERY PLANE!

IT'S FAILED TO ANSWER SIGNALS AGAIN -- GET AFTER IT IN YOUR PLANE!

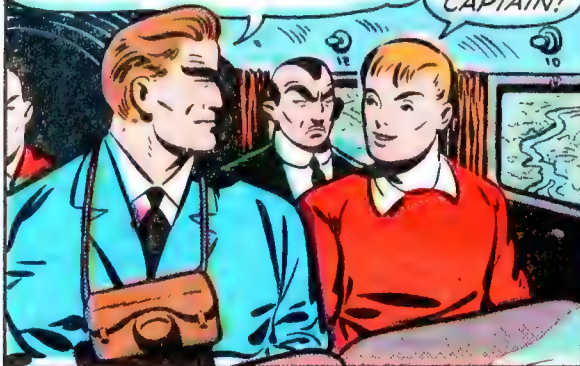
SORRY, SIR -- IT'S TOO LATE---



NEXT MORNING AT DAWN, CHUCK AND CAPTAIN ALBRIGHT'S AIRLINER WINGS IN OVER SEATTLE!

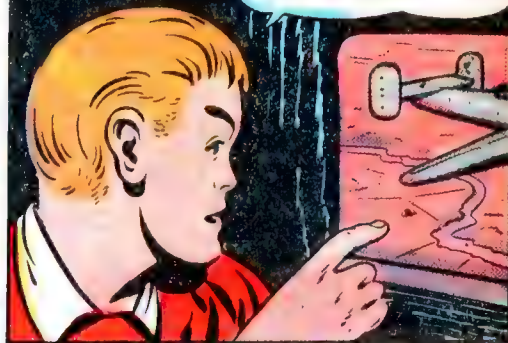
I'M ANXIOUS TO TEST MY NEW STRESS-DETECTOR IN THE BIG PLANE FACTORY HERE!

IT OUGHT TO BE A BIG HELP, CAPTAIN!

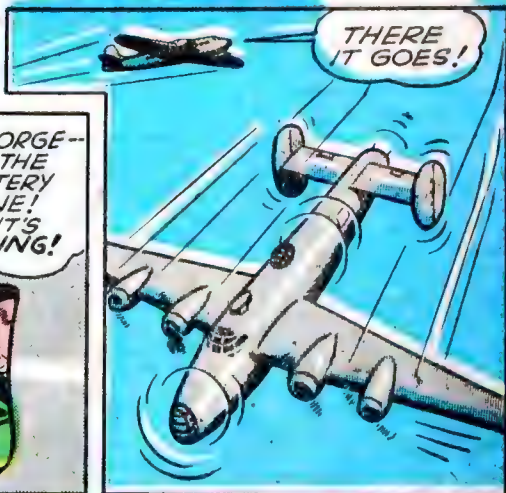


SUDDENLY---

HEY--I WONDER IF THAT'S THE MYSTERY PLANE OUT THERE----



THERE IT GOES!



LOOK, CAP-- ISN'T THAT CASPER LITCHMAN?

THE AMATEUR SPY DETECTIVE---YES! HE'S ALWAYS WRITING LETTERS TO THE PAPERS AND STICKING HIS NOSE IN THINGS!

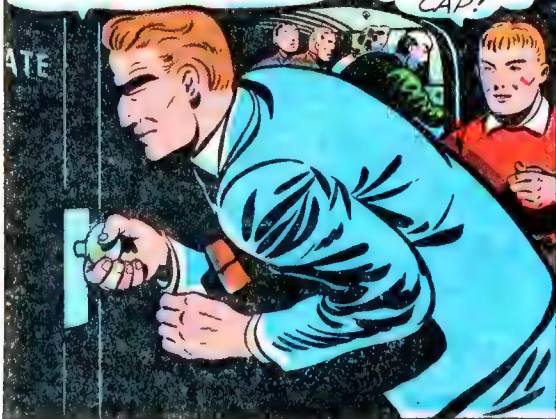
BY GEORGE-- IT IS THE MYSTERY PLANE! AND IT'S CRASHING!



CAPTAIN ALBRIGHT STEPS INTO A PRIVATE COMPARTMENT!

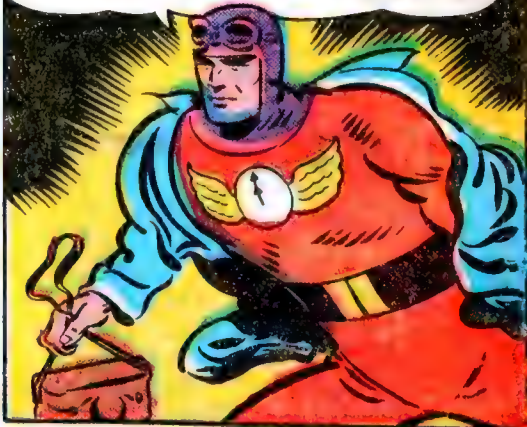
I'M GOING TO TRY AND SAVE THAT PLANE---

YOU'LL HAVE TO HURRY, CAP!



AND CAPTAIN ALBRIGHT BECOMES DASHING CAPTAIN MIDNIGHT!

NOW TO FIND OUT WHAT THIS MYSTERY PLANE IS ALL ABOUT!



A SOLITARY FIGURE PLUMMETS FROM THE AIRLINER!

---IF I CAN JUST CATCH THE BOMBER BEFORE IT HITS THE GROUND!



GREAT GUNS--IT LOOKS AS IF IT'S **EMPTY!** I MUST GET CLOSER--



BUT IN THE NEXT MOMENT ---



THE GASOLINE TANK EXPLODES IN A SINGLE, SEARING BLAST!



WOW! THAT FIRE MAKES IT IMPOSSIBLE TO TELL WHETHER ANYTHING WAS ABOARD IT---



JUST AS QUICKLY, THE FLAME DIES --- EVERYTHING CONSUMABLE BURNED!

--INCLUDING PEOPLE!

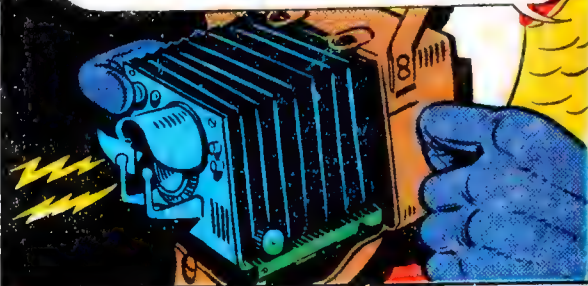


BUT THE FUSELAGE FRAMEWORK IS INTACT--PERHAPS I CAN FIND A CREW!



ANOTHER IN THE LONG LINE OF REMARKABLE INVENTIONS GOES TO WORK IN THE HANDS OF CAPTAIN ALBRIGHT'S ALTER EGO.
CAPTAIN MIDNIGHT!

I'LL CHECK THIS WOBBLY TAIL ASSEMBLY WITH MY **STRESS DETECTOR!**

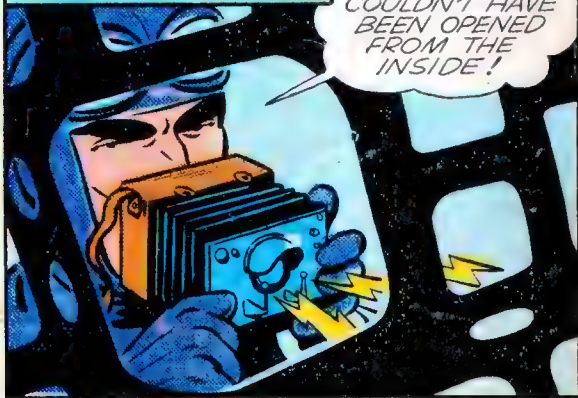


HMMM! THIS TAIL WAS NEARLY SEVERED **BEFORE** THE CRASH! LOOKS LIKE A DEFINITE ACID DECOMPOSITION! SOMEBODY **WANTED** THIS BOMBER TO CRASH!



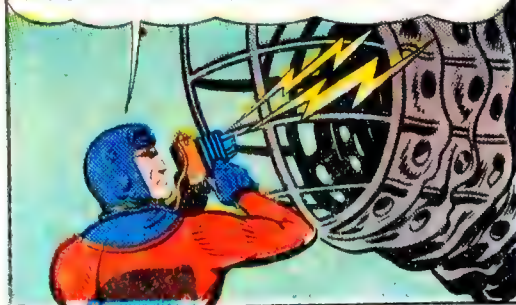
CAPTAIN MIDNIGHT TESTS THE PLANE'S DOOR WITH HIS **STRESS DETECTOR!**

AND THIS DOOR WAS JAMMED INTENTIONALLY --- SO IT COULDN'T HAVE BEEN OPENED FROM THE **INSIDE!**



HE MOVES TO THE PLANE'S NOSE!

THAT MEANS THE CREW WAS LOST WITH THE PLANE UNLESS THEY GOT OUT THROUGH THE PILOT'S DOOR! BUT IT'S SMASHED SO BADLY MY **STRESS DETECTOR** SHOWS NOTHING!



HE COMPLETES HIS EXAMINATION!

THERE'S SOMETHING **SINISTER** ABOUT THIS BUSINESS-- I DON'T THINK I'VE SEEN THE LAST OF IT. I'D BETTER GET ON TO THE AIRPORT AND PICK UP CHUCK!



AT THE AIRPORT, THE AMATEUR DETECTIVE HOLDS FORTH ON THE TRAGEDY!

IT'S A **CRIME**, I TELL YOU! THOSE EIGHT POOR MEN PERISH AND IT'S OBVIOUSLY SABOTAGE AND YET THE GOVERNMENT WON'T LET ME WORK WITH THEM! SOMETHING OUGHT TO BE ---



EXCUSE ME, MR. LITCHMAN, I'M GALE OF THE F.B.I.!

--EH? F.B.I.? WELL-- ER-- I



I WAS AN EYE-WITNESS, MR. GALE, AND I HAVE SOME IDEAS ON THE MISHAP--HOW ABOUT WORKING WITH YOU ON THE CASE?

ER-- WELL-- PERHAPS--

MAY I HELP, TOO?



CAPTAIN MIDNIGHT! THIS IS A BREAK!

WELL, WELL--THE SO-CALLED GREAT CAPTAIN MIDNIGHT!

WHO WAS ON THAT PLANE, GALE--ANYBODY IMPORTANT?



THERE CERTAINLY WAS! INSPECTOR CLARK, WHO HAD INFORMATION TO CATCH THE BIGGEST NAZI SPY IN AMERICA TODAY!

DEAR ME --AND TO **THINK** HE WAS KILLED WITHIN OUR SIGHT!

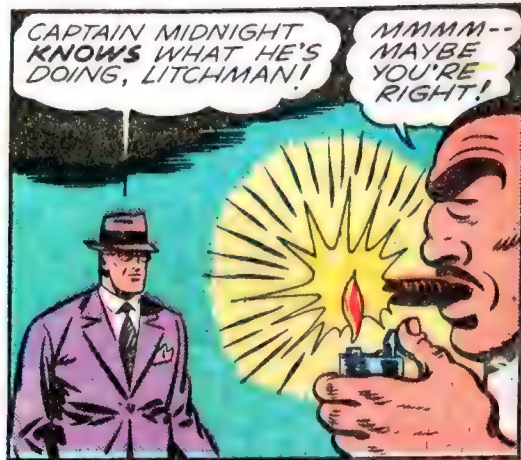
I'M NOT SO SURE! THERE'S A CHANCE THE CREW OF THE MYSTERY PLANE GOT OUT SAFELY--



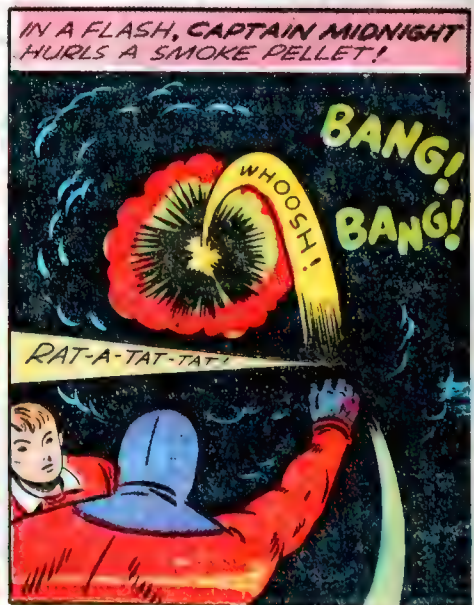
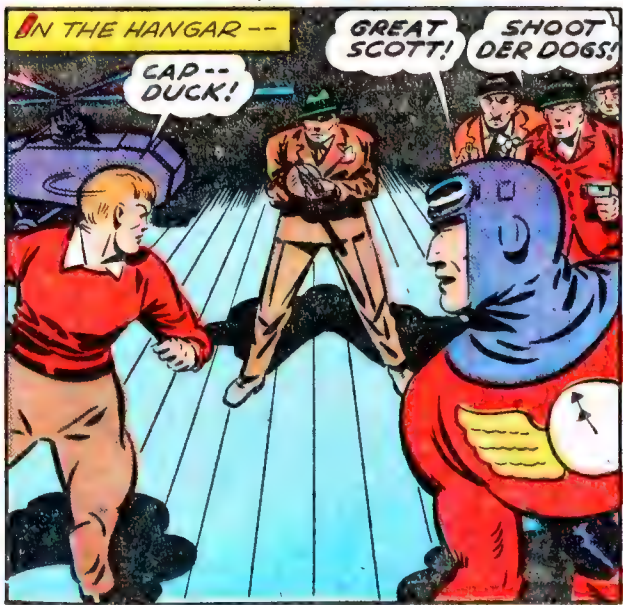
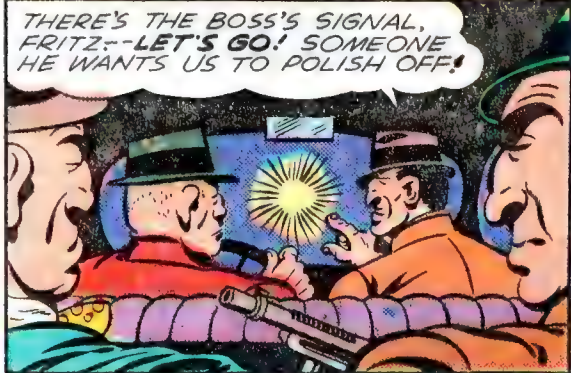
NOT A CHANCE, MIDNIGHT! I DISTINCTLY **SAW** THOSE EIGHT MEN STRUGGLING TO ESCAPE AS OUR PLANE PASSED THEIRS! THE DOOR MUST HAVE BEEN JAMMED! WHAT DO YOU THINK OF THAT?

NOT MUCH, LITCHMAN --FRANKLY!





A QUARTER MILE AWAY, THE CIGARET-LIGHTER FLASH IS NOTED FROM A WAITING AUTOMOBILE!



CAPTAIN MIDNIGHT LEAPS TO THE ATTACK--
WHIRLING THE ROTOR OF A NEARBY AUTOGIRO!



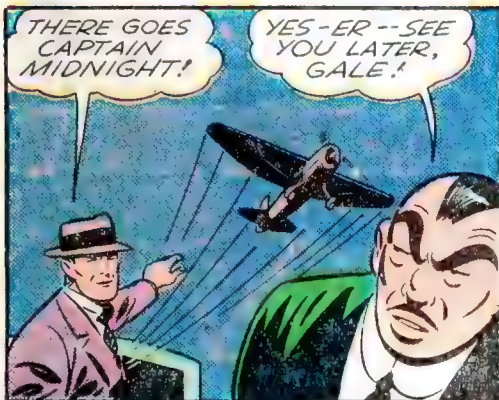
BUT--
HOW
ABOUT
THOSE
LUGS
WHO--

NEVER MIND.
THEM, CHUCK!
THEY'RE SMALL
FRY! WE'RE OFF
TO GNAWBONE,
UTAH IN THIS
STINSON!



THERE GOES
CAPTAIN
MIDNIGHT!

YES-ER--SEE
YOU LATER,
GALE!



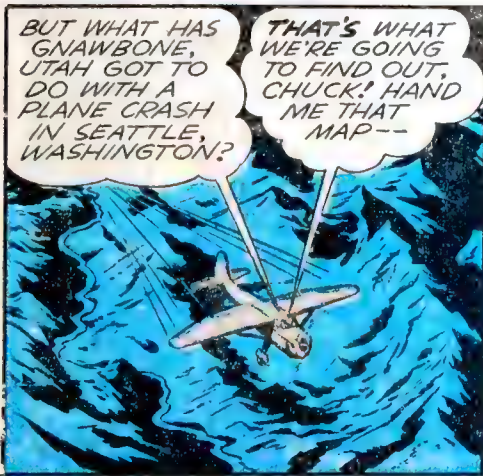
BUT--
CAP--
WALKING
OUT
ON A
CASE--

I'M **NOT** WALKING OUT, CHUCK! I'VE
FIGURED THE WIND DRIFT ALONG
WITH MY ORIGINAL CALCULATION
OF ACID DECOMPOSITION, ALLOWING
FOR EXTRAORDINARY ACCELERATION
AND UNEXPECTED TENSILE STRESS!
SO WE'RE GOING TO GNAWBONE, UTAH!

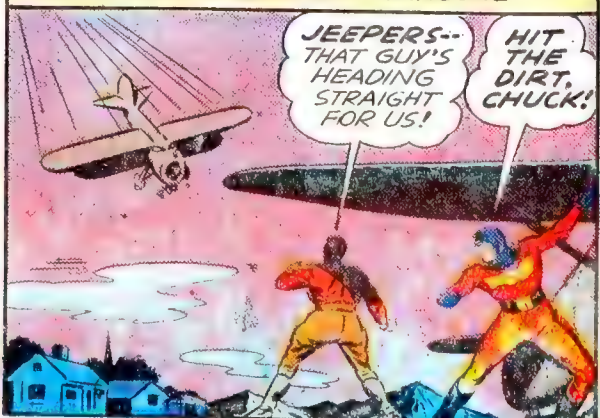


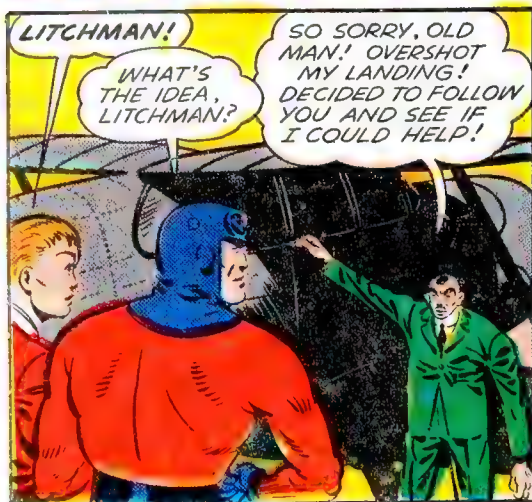
BUT WHAT HAS
GNAWBONE,
UTAH GOT TO
DO WITH A
PLANE CRASH
IN SEATTLE,
WASHINGTON?

THAT'S WHAT
WE'RE GOING
TO FIND OUT,
CHUCK! HAND
ME THAT
MAP--



SHORTLY AFTERWARD, AS THEY CLIMB
FROM THEIR PLANE IN GNAWBONE--





CAPTAIN MIDNIGHT HURRIES TO A GNAWBONE LIVERY STABLE.

WE'LL TAKE TWO HORSES!

HELP YOURSELF, PARTNER --- THEY'RE ALL A-RARIN' TO GO.

STRANGEST RIDIN' OUTFIT I EVER SAW!



THEN--ALONG A DIM MOUNTAIN TRAIL, INTO THE DEEP WOODS!

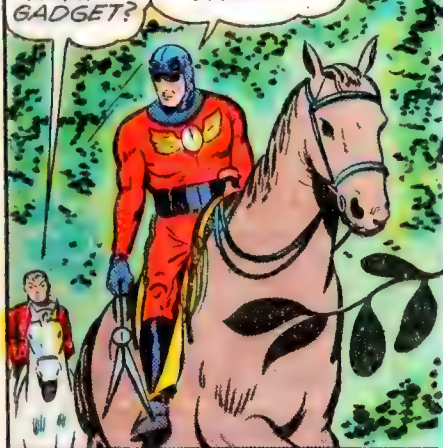
CAP-- LITCH/MAN AND FOUR GUYS ARE FOLLOWING US!

GOOD! BUT I WANT HIM TO THINK I DON'T KNOW IT! NOW TO GET TO WORK-- THIS IS THE AREA I FIGURED --



GOLLY-- WHAT'S THAT GADGET?

AN ATOMIC AMPLIFIER-- SHHH!



THEY RIDE SILENTLY--TENSE! SUDDENLY CAPTAIN MIDNIGHT TURNS OFF THE TRAIL!

NOW WHAT?

WE'RE GETTING WARM, CHUCK! THE AMPLIFIER SHOWS WE'RE CLOSE TO --WHAT I'M LOOKING FOR!



CAPTAIN MIDNIGHT PICKS UP A SMALL OBJECT, REVEALED BY THE ATOMIC AMPLIFIER!

AHA! NOW I KNOW I'M RIGHT!

JEEPERS-- WE CAME ALL THE WAY IN HERE FOR THAT?

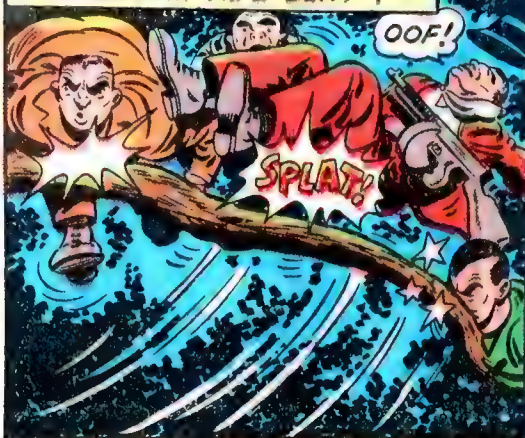


LET'S GO, CHUCK-- I NEED TO PROVE ONLY ONE MORE HUNCH TO FINISH THE CASE!

NOW?



CAPTAIN MIDNIGHT RELEASES THE BRANCH HE'S BENT!



LITCHMAN AND HIS MEN RECOVER AND GIVE CHASE UP THE MOUNTAINSIDE!

ENOUGH IS ENOUGH-- SOON AS WE GET CLOSE AGAIN, LET THEM HAVE IT!

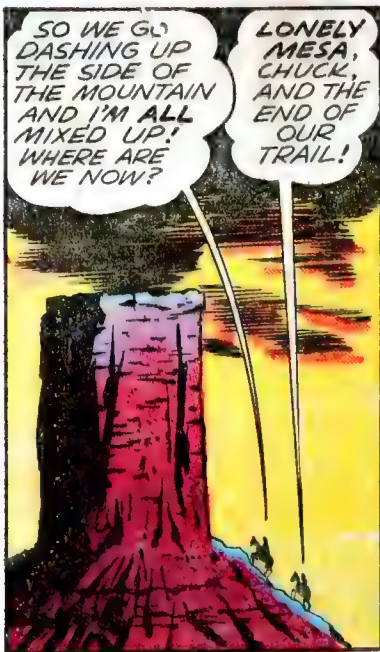


GEE WHIZ-- A MYSTERY PLANE EXPLODES IN SEATTLE. WE THINK IT'S SABOTAGE SO WE FLY TO UTAH, AND NOW SOME GUN-CRAZY LUG FOLLOWS US AND WE IGNORE HIM!--



SO WE GO DASHING UP THE SIDE OF THE MOUNTAIN AND I'M ALL MIXED UP. WHERE ARE WE NOW?

LONELY MESA, CHUCK, AND THE END OF OUR TRAIL!



WE-- WE'RE GOING UP THERE?

RIGHT-- THEN GET SET FOR THE SHOCK OF YOUR LIFE, AND ACTION!



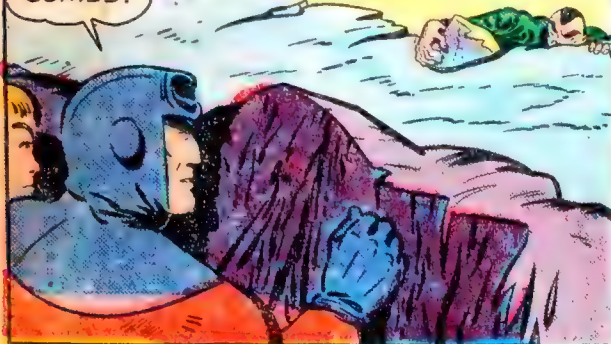
ACTION? THIS IS PLenty ACTION FOR ME!

SAVE YOUR BREATH, CHUCK, AND HURRY! LITCHMAN'S RIGHT BEHIND US WITH A TOMMY GUN!



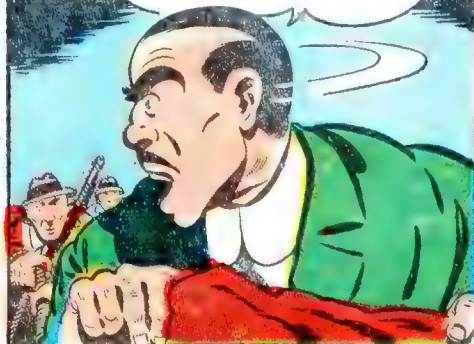
CAPTAIN MIDNIGHT WAITS AT THE TOP OF THE ISOLATED MESA!

HERE HE COMES!



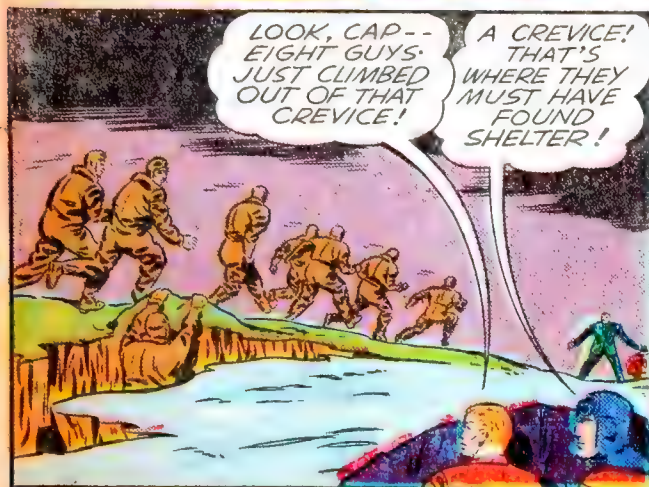
THE NEXT MOMENT--

EEEYOWWWW-WWWW! GHOSTS!



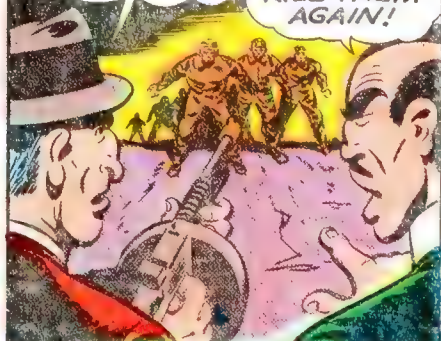
LOOK, CAP-- EIGHT GUYS-- JUST CLIMBED OUT OF THAT CREVICE!

A CREVICE! THAT'S WHERE THEY MUST HAVE FOUND SHELTER!



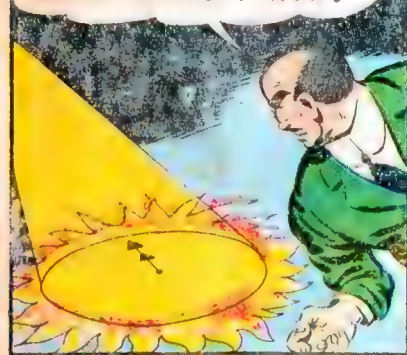
BOSS-- THAT'S CLARK AND THE GUYS WE BUMPED OFF IN THAT PLANE!

YOU BUNGLING FOOLS-- KILL THEM AGAIN! KILL THEM AGAIN!



BLIT AS THE MURDER GUN IS AIMED, THE DREAD DOOM-BEAM SIGN SPRINGS FROM THE GROUND!

UM GOTTES WILLEN--DER D-D-DOOM BEAM OF CAPTAIN MIDNIGHT!



TRUE TO ITS PROMISE, THE DOOM-BEAM IS FOLLOWED BY FABULOUS CAPTAIN MIDNIGHT!

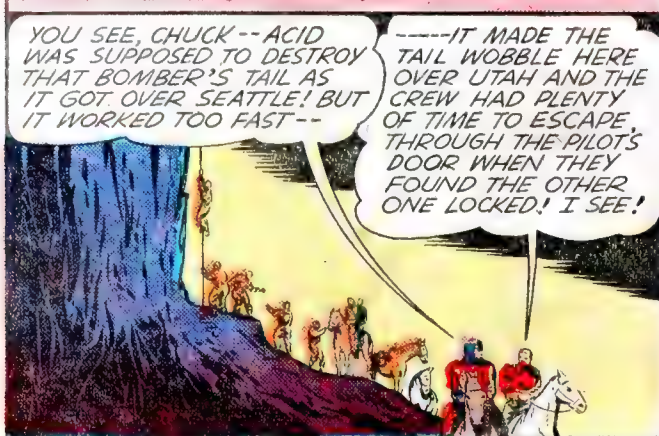
YOU'VE HAD THIS COMING, RATS! THIS IS YOUR FINISH!

AGHH!





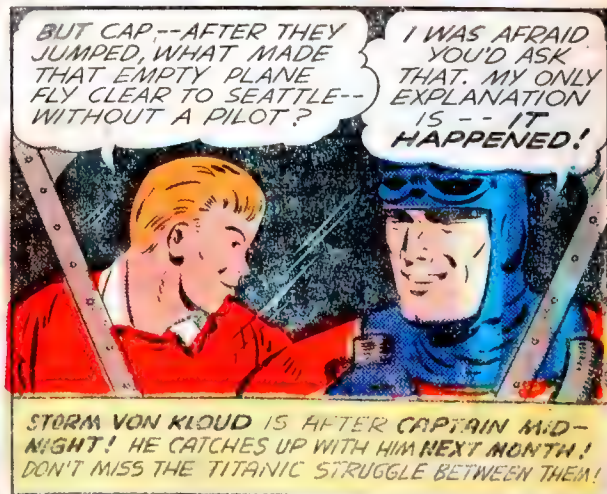
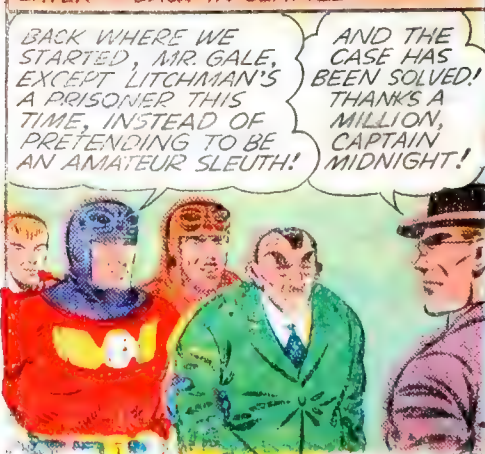
CAPTAIN MIDNIGHT RESCUES FLIERS AND PRISONERS FROM THE DESOLATE MOUNTAIN SHELF VIA THE ROPE HE BROUGHT!



THE PROCESSION WINDS BACK TO CIVILIZATION DOWN THE MOUNTAIN!



LATER -- BACK IN SEATTLE --



JOHNNY BLAIR IN THE AIR

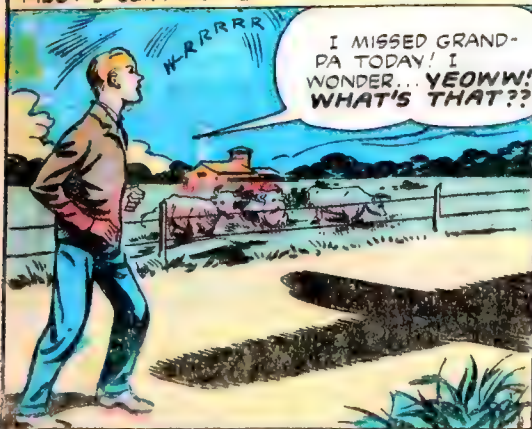
AND THAT I WILL OBEY THE ORDERS OF THE PRESIDENT OF THE UNITED STATES ACCORDING TO THE ARTICLES OF WAR!



HERE HE IS AGAIN, FELLERS, **JOHNNY BLAIR**, THE 100 PER CENT **AMERICAN BOY**, WITH ANOTHER EXCITING EPISODE IN THE TALE OF HOW HE LEARNED TO FLY AND WON HIS **PILOT'S WINGS**! THIS TIME JOHNNY INTRODUCES YOU TO AN OUTFIT YOU'RE HEARING MORE AND MORE ABOUT THESE DAYS—THE **CIVIL AIR PATROL**, THE GUERRILLAS OF THE AIR, WHO HAVE RECENTLY BECOME AN AUXILIARY OF THE UNITED STATES ARMY! **YOU** CAN LEARN TO FLY AND YOU CAN JOIN THE **CAP**, TOO, JUST AS JOHNNY DOES! HIS FLIGHT TRAINING AND THE INFORMATION CONCERNING THE **CAP** IN THESE STORIES ARE THE **REAL** THING! ALL FLYING METHODS AND PROCEDURES HAVE BEEN OK'D BY AN AVIATION INSTRUCTOR, SO COME ON AND LET'S FLY WITH

JOHNNY BLAIR!

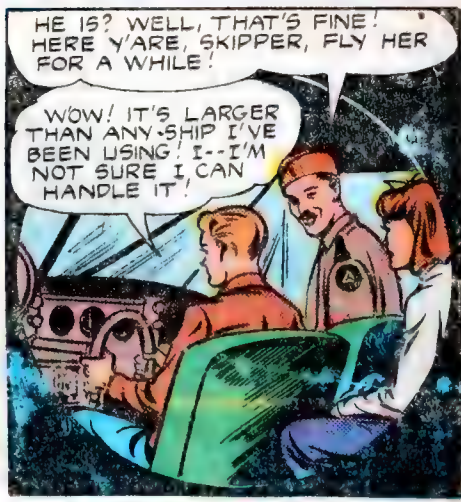
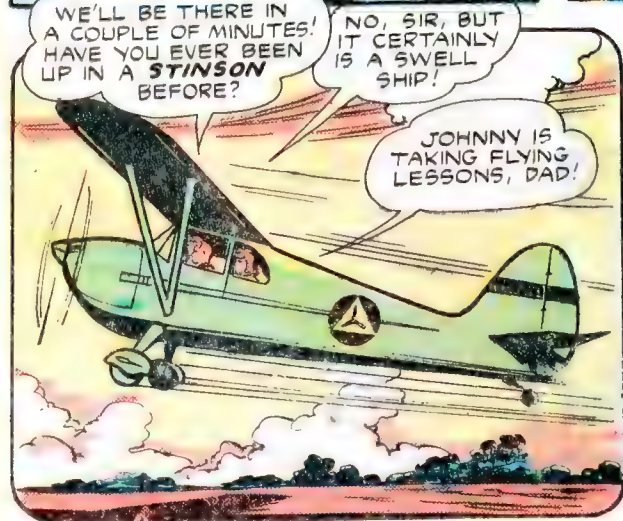
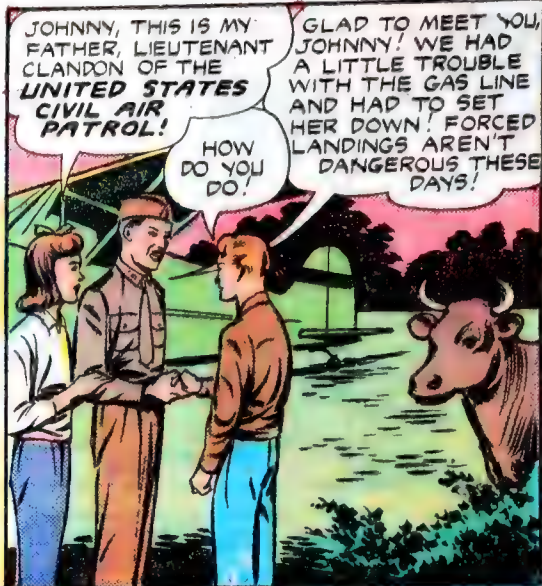
ON THE WAY TO THE AIRPORT TO TAKE HIS MEDICAL EXAMINATION FOR A STUDENT PILOT'S CERTIFICATE...

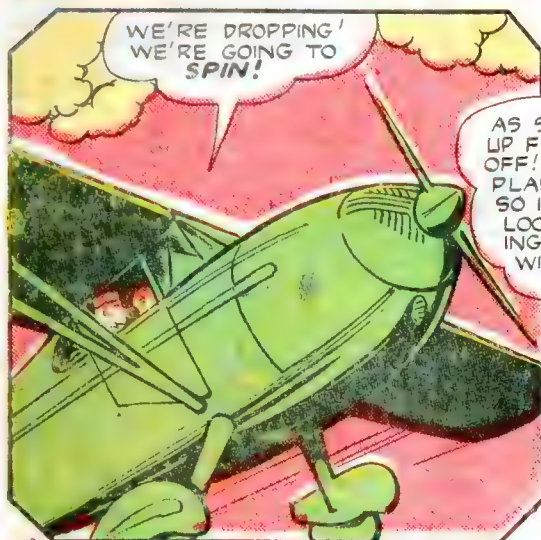
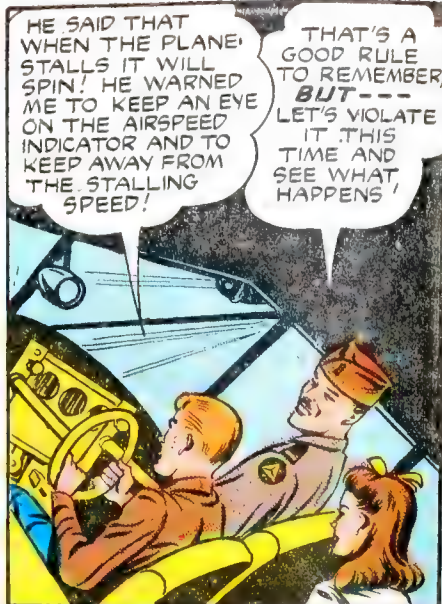
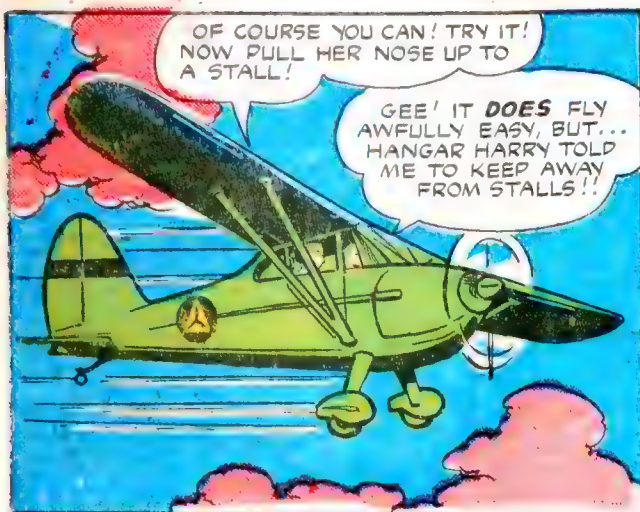


I MISSED GRAND-PA TODAY! I WONDER... **YEOWW!** WHAT'S THAT??

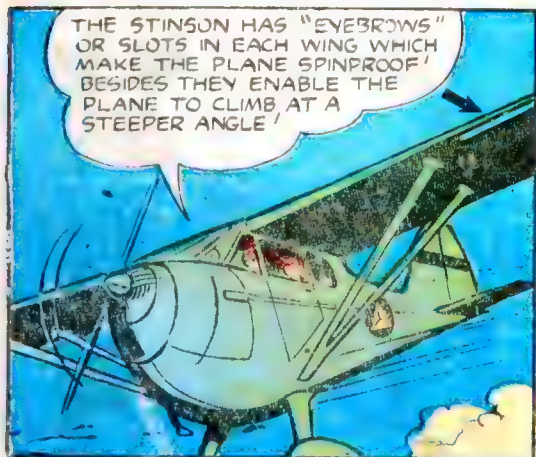
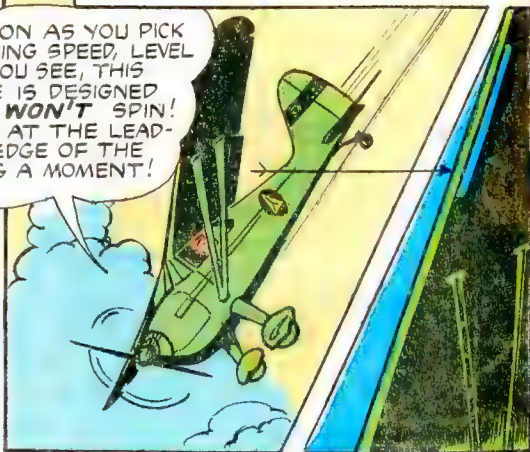


IT'S A PLANE MAKING A FORCED LANDING!! IT'S GOING TO CRASH!! I CAN'T LOOK!

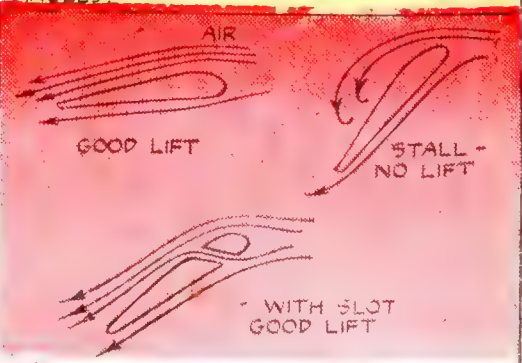




AS SOON AS YOU PICK UP FLYING SPEED, LEVEL OFF! YOU SEE, THIS PLANE IS DESIGNED SO IT **WON'T** SPIN! LOOK AT THE LEADING EDGE OF THE WING A MOMENT!

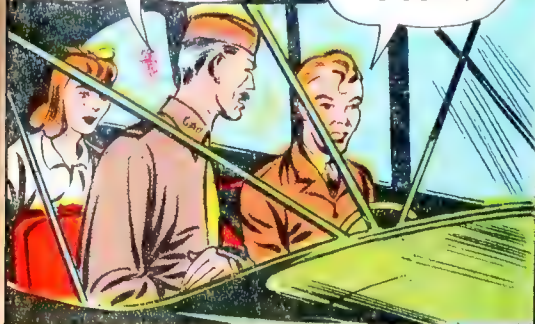


THE AIRFLOW OVER A WING MUST BE SMOOTH TO PRODUCE LIFT! THE SLOT KEEPS IT SMOOTH AT LARGE CLIMBING ANGLES!



YOU FLY VERY WELL FOR A BEGINNER, JOHNNY! HOW WOULD YOU LIKE TO JOIN THE **CAP***?

I'M ONLY 17... AND DON'T YOU HAVE TO BE A PILOT TO JOIN?



***CAP** IS ABBREVIATION OF CIVIL AIR PATROL!

LIEUTENANT CLANDON, AREN'T WE DIVING AT THE FIELD PRETTY STEEPLY? HANGAR HARRY NEVER DOES THIS!

THAT'S ANOTHER THING OUR STINSON CAN DO! YOU SEE, IT HAS FLAPS, OR "AIRBRAKES"! THERE THEY ARE ON THE WINGS!

HOW DO Y'DO, LIEUTENANT CLANDON! I SEE Y' BROUGHT ALONG ONE OF YOUR PATIENTS!

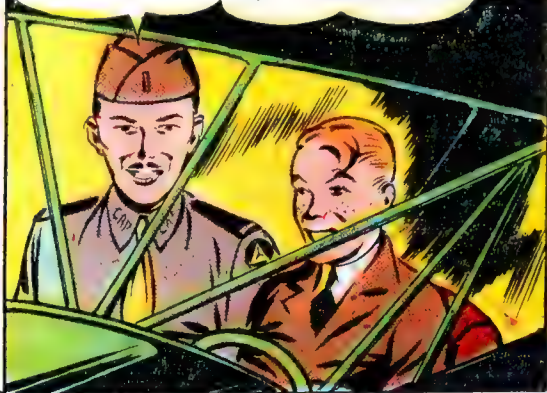
PATIENTS? ARE YOU THE DOCTOR WHO IS GOING TO GIVE ME MY MEDICAL EXAM?

RIGHT! LET'S GET TO IT!

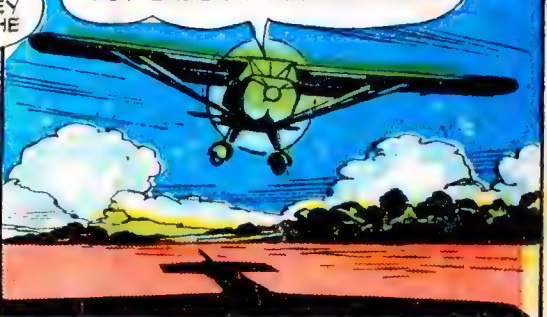
AND HANGAR HARRY! WHEN DID HE JOIN THE **CAP**?

HIS SERVICE RECORD JUST CAME FROM WASHINGTON THIS MORNING! WELL, YOUR HEART AND LUNGS ARE OK!

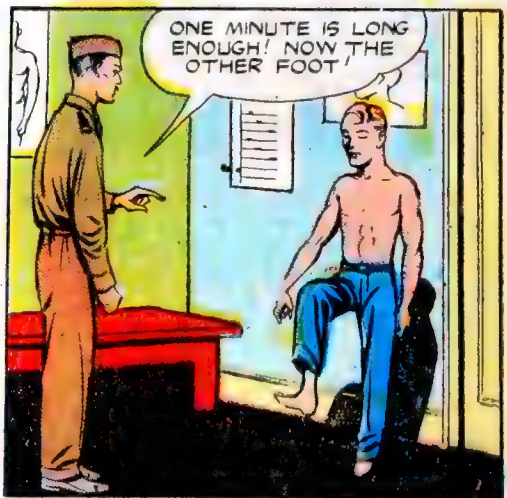
ANY SMART YOUNG MAN OVER 17 CAN BECOME A MEMBER AND LEARN TO FLY AFTERWARDS! HE CAN SERVE HIS COUNTRY IN THE UNITED STATES ARMY AND FINISH HIS SCHOOLING AT THE SAME TIME! HE CAN LIVE AT HOME AND WEAR HIS UNIFORM ON DUTY! THE **CAP** PATROLS THE COASTLINE, RIVERS, DAMS AND FORESTS OF THE NATION!



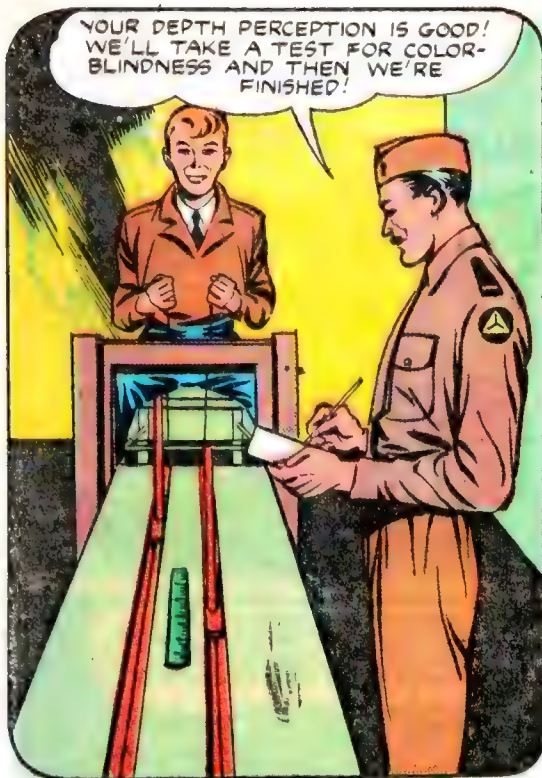
THEY SLOW DOWN OUR DIVE SO WE CAN STILL MAKE A NORMAL LANDING! IT'S A LOT EASIER THAN "SLIPPING"!



ONE MINUTE IS LONG ENOUGH! NOW THE OTHER FOOT!



YOUR DEPTH PERCEPTION IS GOOD!
WE'LL TAKE A TEST FOR COLOR-
BLINDNESS AND THEN WE'RE
FINISHED!



CONGRATULATIONS, JOHNNY, HERE'S
YOUR STUDENT PILOT'S CERTIFICATE!
HARRY WILL SIGN IT FOR YOU WHEN
YOU SOLO! AND DON'T FORGET TO
ASK HIM FOR A **CAP** APPLICATION
ON THE WAY OUT!

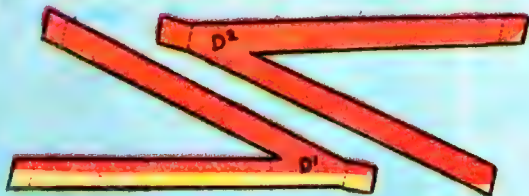
THANK YOU,
LIEUTENANT!



WING **B**
PASTE THIS ON
FUSELAGE
FLAPS **F** AND **G**

G FITS
UNDER HERE

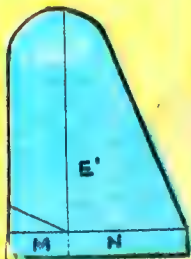
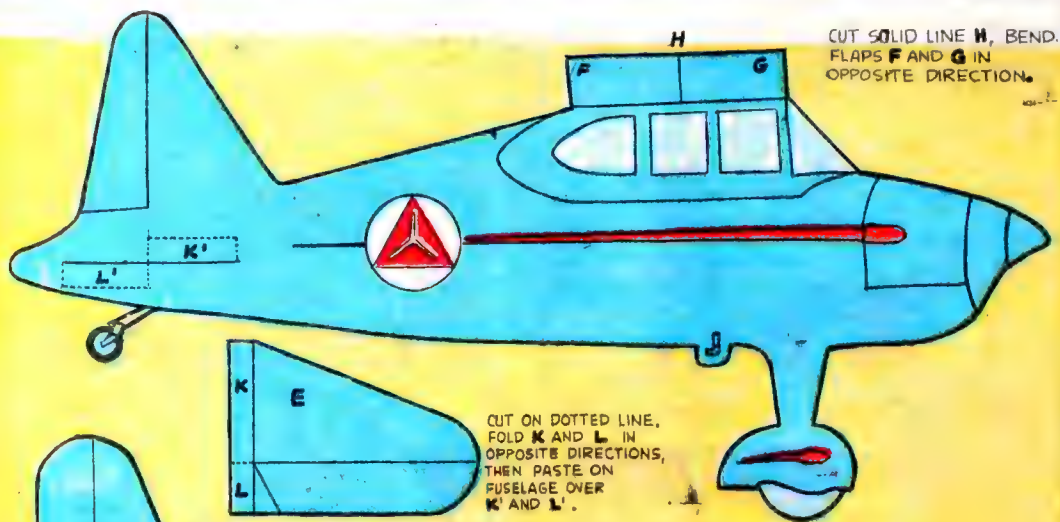
F FITS
UNDER HERE



FOLD STRUTS **D1** AND **D2** ON DOTTED LINES. PASTE AS SUPPORTS
BETWEEN **A** AND **B** ON OPPOSITE SIDES OF FUSELAGE **A**.



HERE IS THE **STINSON** THREE-PLACE JOB WHICH
LIEUTENANT CLANDON USES ON **CAP** DUTY. CUT
OUT AND PASTE ON HEAVY PAPER, ASSEMBLE
ACCORDING TO DIRECTIONS, AND YOU WILL HAVE
YOUR OWN ONE OF JOHNNY BLAIR'S GLIDERS
FOR YOUR COLLECTION.



NEXT MONTH, JOHNNY WILL BRING YOU A CUT-OUT OF THE ALL-METAL *LUSCOMBE SILVAIRE*, ONE OF THE SNAPPIEST OF ALL, LIGHT PLANES! *WATCH FOR IT!*

**NEXT MONTH—MEET THE MOST
TERRIBLE VILLAIN OF THEM ALL—
STORM VON KLOUD
AS HE BATTLES
CAPTAIN MIDNIGHT
IN 4 FEAR-WRACKED STRUGGLES
FOR THE "TERRIBLE
TOUCHSTONE OF SCIENCE!"**



**IT'S A 4-PART STORY
IN ONE ISSUE! THE
'GREATEST THRILLS YOU'VE
EVER HAD! DON'T MISS
STORM VON KLOUD
VS.
CAPTAIN MIDNIGHT
IN**

**NO. 14
10¢**

**CAPTAIN
MIDNIGHT**

**ORDER
YOUR
COPY
NOW!**

CAPTAIN MIDNIGHT

BATTLES
THE HUMAN
BEETLES!



ONCE MORE **CAPTAIN MIDNIGHT**, THE CHAMPION OF JUSTICE, MEETS THE CHALLENGE OF THE HALF-BREED OF EVIL, **VON TOGO**, HALF JAP AND HALF NAZI, WHO HAS VOWED TO BRING DESTRUCTION TO PEACE-LOVING PEOPLE OF THE WORLD. AGAIN THE TWISTED GENIUS OF THIS **SUPER-CRIMINAL** HAS DEVISED A SECRET WEAPON TO HURL AT HIS ENEMY -- **HUMAN BEETLES** ... TO BRING DEATH TO **CAPTAIN MIDNIGHT** SO THAT THE CRUEL CLAWS OF THE AXIS MAY TEAR UNHINDERED AT THE HEART OF AMERICAN DEMOCRACY

IN THE GARDEN OUTSIDE THE LABORATORY OF **CAPTAIN ALBRIGHT**, FAMOUS SCIENTIST...

WOW! JAPANESE BEETLES-- THOUSANDS OF 'EM! DARN 'EM, ANYWAY!



AND IN THE AIR ABOVE, A SINISTER FIGURE WATCHES.

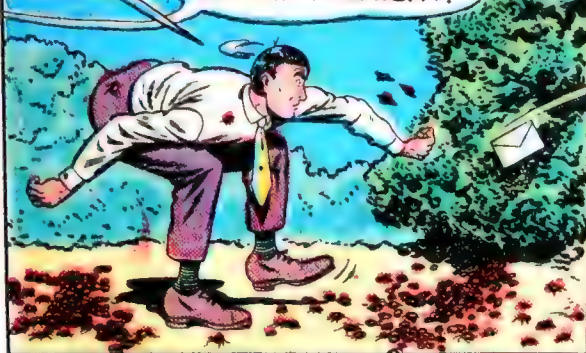
HAH! HE DOES NOT LIKE MY BEETLESSS! I, **VON TOGO**, WILL USE THOSE BEETLESSS TO WIPE OUT THE ONLY MAN WHO CAN SSSSTOP ME FROM DESSSTROYING AMERICA, **MIDNIGHT** HIMSELF!



SUDDENLY ICKY IS INTERRUPTED
BY A SMALL PIPING VOICE --

BIG FEET ARE
HANDY FOR
THIS JOB...

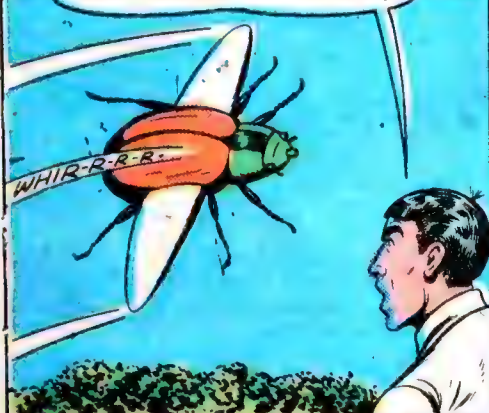
PLEASSSE! DO NOT TURN
AROUND! DELIVER THISSS
NOTE TO YOUR FRIEND
CAPTAIN MIDNIGHT!..



PLEASSSE DELIVER IT
QUICKLY -- IF YOU
VALUE YOUR LIFE!



A MONSTER BEETLE! AND IT SPOKE
T'ME! LEMME OUT O'HERE!



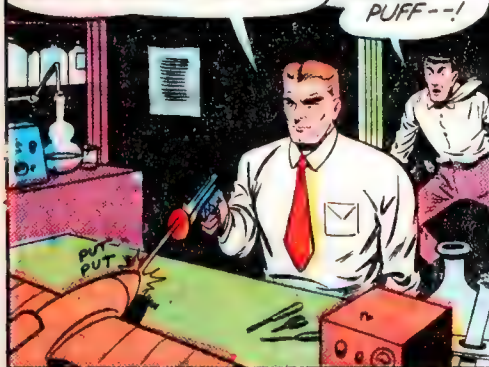
GOSH! I'D THINK
IT WAS A BAD
DREAM IF IT
WEREN'T FOR
THIS NOTE FOR
CAP! FEET, DON'T
FAIL ME!



IN HIS LABORATORY CAPTAIN ALBRIGHT
WORKS ON A NEW INVENTION...

IF THIS SMALL RAY-
GUN WORKS, I'LL MAKE
A LARGE MODEL. NOW FOR...

CAP'N -- PUFF --
A BIG
BEETLE --
PUFF --!



TAKE IT EASY,
ICKY! WHAT
HAPPENED?

MAYBE I'M GOING BATTY!
IN THE GARDEN A BIG JAP
BEETLE SPOKE T'ME! IT GAVE
ME THIS HERE NOTE FOR
CAPTAIN MIDNIGHT!



IT SAYS, "MIDNIGHT, I AM YOUR **DOOM** I CHALLENGE YOU TO MEET ME ON THE AIRLINER FROM MURDOCK FIELD TOMORROW."

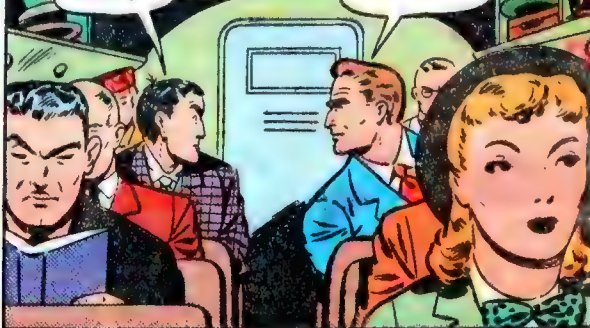
AND IT'S SIGNED "**THE BEETLE**"! WHOEVER HE IS, HE MEANS TO GET ME OUT OF THE WAY. WE'RE IN FOR **TROUBLE**, ICKY!



THE NEXT DAY ON THE AIRLINER, CAPTAIN ALBRIGHT AND ICKY WAIT FOR THEIR UNKNOWN ENEMY.

THIS WAITIN' MAKES ME NERVOUS! WHEN D'YUH THINK HE'LL SHOW UP, CAP?

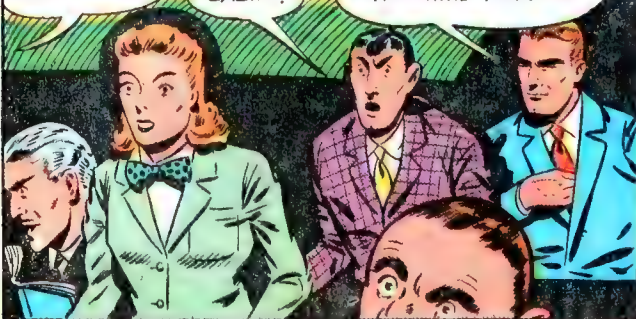
WE'RE ONE HOUR OUT OF MURDOCK FIELD. HE MAY STRIKE ANY MINUTE!



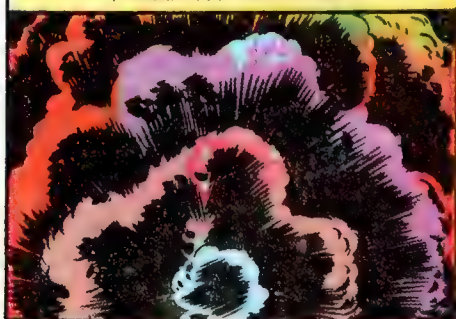
HELP!
AHHHHH!

UP AHEAD!
THE PILOT'S CABIN!

I'LL DROP THIS
BLACKOUT BOMB!
IT'S TIME FOR --



IN THE INKY BLACKNESS CREATED BY THE BLACKOUT BOMB, CAPTAIN ALBRIGHT BECOMES --



-- THE MIGHTY WARRIOR OF THE SKIES

-- CAPTAIN MIDNIGHT TO MEET THE BEETLE!



THEY'RE DEAD! BUT HOW DID THEY DIE?

LOOK, THERE IT IS!



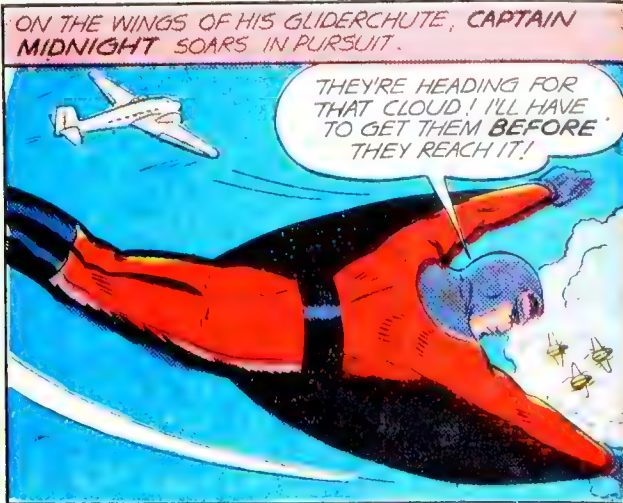
THREE OF THEM! I'M GOING AFTER THEM! YOU TAKE OVER THE PLANE, ICKY!

SURE THING, CAP!



ON THE WINGS OF HIS GLIDERCHUTE, CAPTAIN MIDNIGHT SOARS IN PURSUIT.

THEY'RE HEADING FOR THAT CLOUD! I'LL HAVE TO GET THEM BEFORE THEY REACH IT!



TOO LATE! I'LL NEVER FIND THEM IN THIS SOUP!



HERE GOES FOR A FORCED LANDING! GREASE THE GRIDDLE -- HERE I COME!



BUT WATCHFUL ICKY CIRCLES BENEATH THE CLOUD.

AT YOUR SERVICE, CAP!

YOU'RE A LIFE SAVER, ICKY! ALWAYS AT THE RIGHT SPOT AT THE RIGHT TIME --- SOMETIMES!



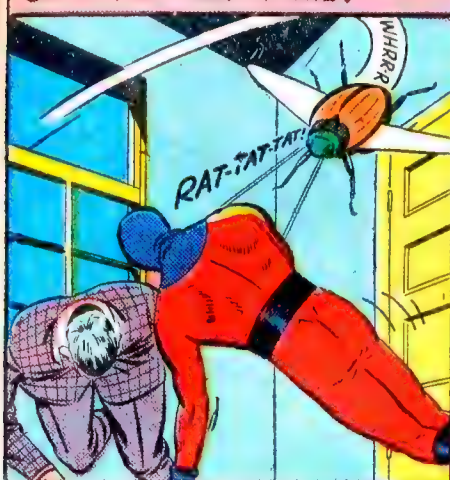
LATER, AT THE AIRPORT

THOSE PILOTS WERE SHOT, CAP! D'YUH-- D'YUH THINK THE BEETLES ARE HUMAN?

WE'LL SOON FIND OUT! I'LL ARRANGE A LITTLE SURPRISE FOR THEM BACK AT CAPTAIN ALBRIGHT'S LAB!



LATER, AT THE LAB -- THE BEETLES APPEAR, FIRING MACHINE GUNS AS THEY COME!

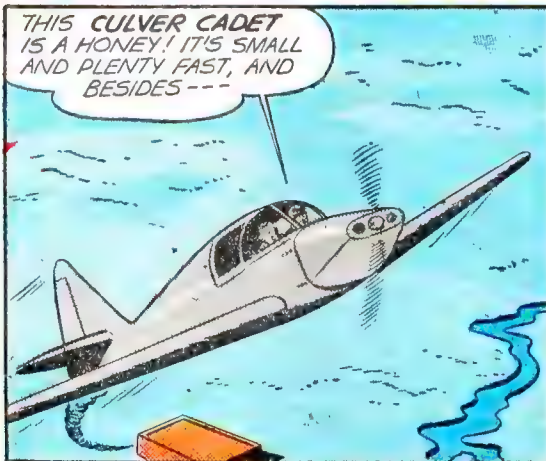


THOSE DUMMIES FOOLED HIM! I'LL GIVE HIM A SHOT OF **THORIUM** SOLUTION! IS THE PLANE READY, ICKY?

SHE'S ALL SET!



THIS **CULVER CADET** IS A HONEY! IT'S SMALL AND PLENTY FAST, AND BESIDES ---



-- THIS SPECIAL WINDSHIELD IS SENSITIVE TO THE **THORIUM** I SPRAYED ON THE BUG! WE CAN SPOT HIM EASILY.

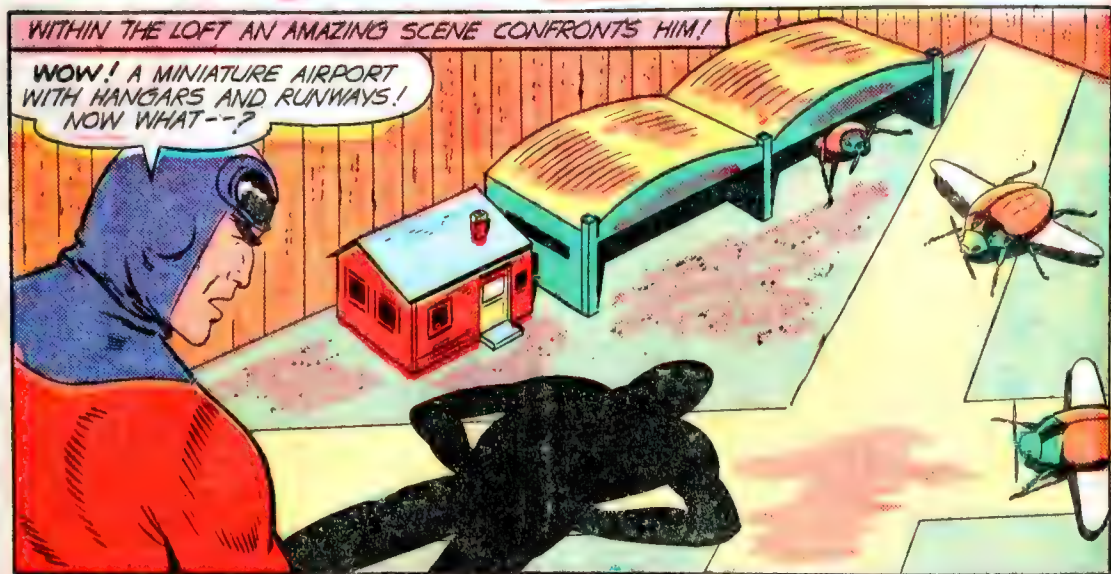
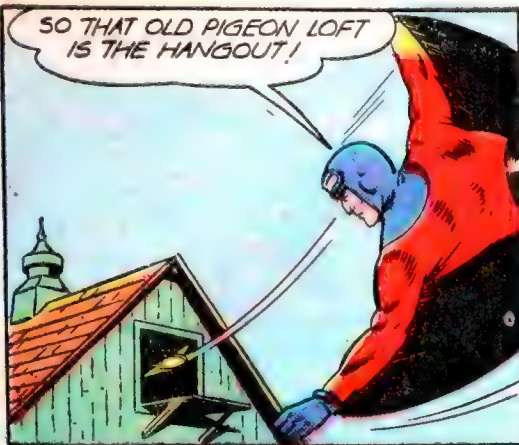
THERE HE IS -- THAT GREEN SPOT AHEAD!

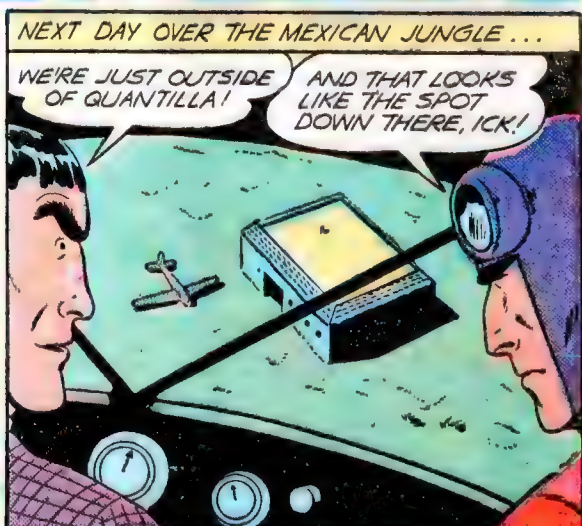
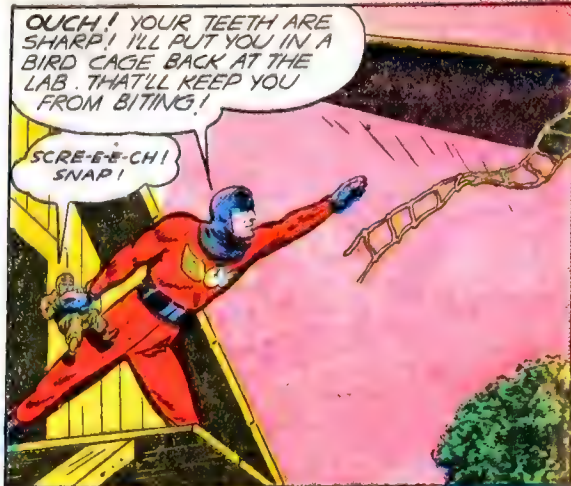


HE'S HEADIN' FOR THAT OLD FARM!

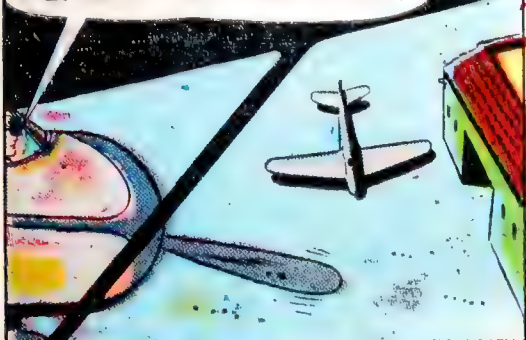
I SEE HIM! AND THIS TIME HE WON'T GET AWAY!







WE'LL LAND **DEAD STICK** * SO THEY WON'T HEAR THE MOTOR.



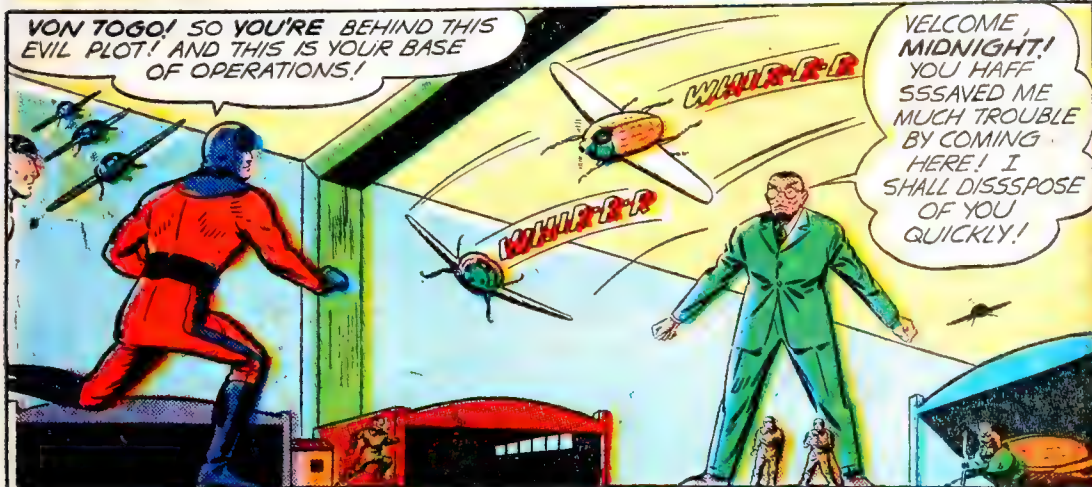
*A **DEAD STICK** LANDING IS ONE MADE WITH THE ENGINE SHUT OFF AND THE PROP "DEAD" OR MOTIONLESS.

NOW TO MEET THE **HEAD BEETLE!** STEP ON IT, PAL!

RIGHT BEHIND YOU -- PUFF -- CAP!



VON TOGO! SO YOU'RE BEHIND THIS EVIL PLOT! AND THIS IS YOUR BASE OF OPERATIONS!

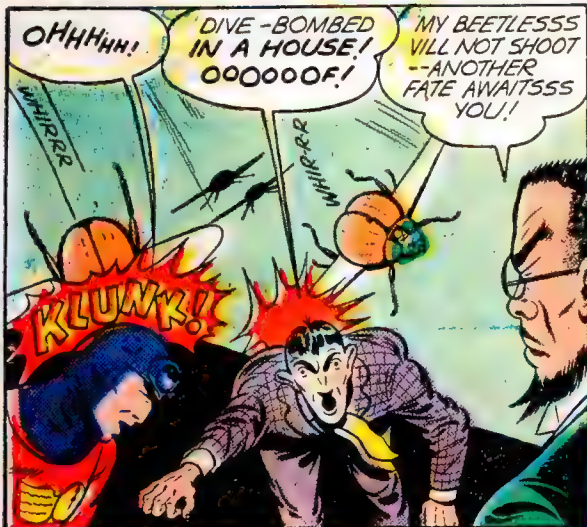


WELCOME, **MIDNIGHT!** YOU HAF ME SSSAVED ME MUCH TROUBLE BY COMING HERE! I SHALL DISSPOSE OF YOU QUICKLY!

OH HHHH!

DIVE-BOMBED IN A HOUSE! OOOOOOF!

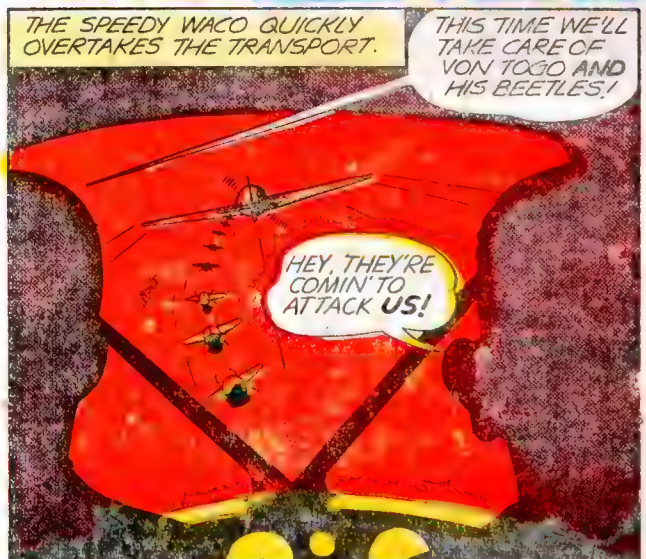
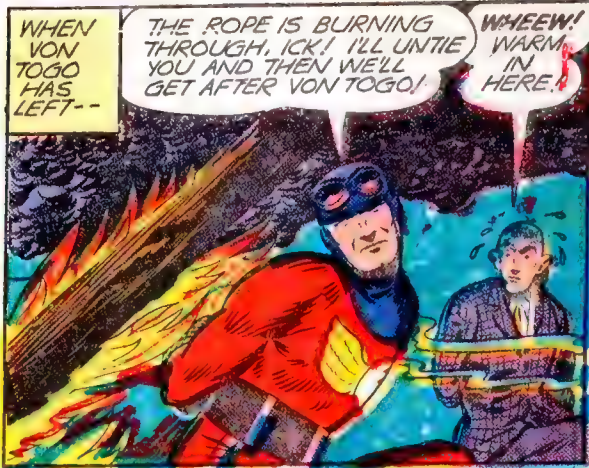
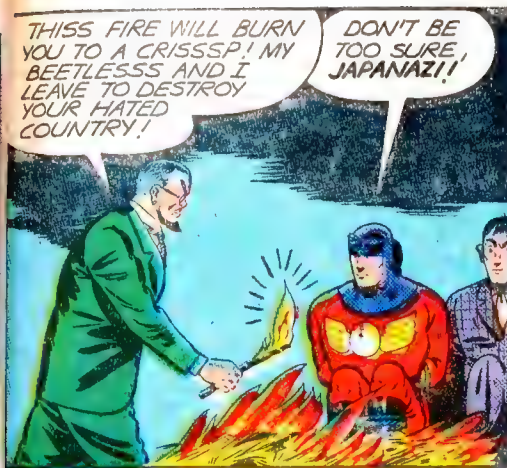
MY BEETLESSS WILL NOT SHOOT -- ANOTHER FATE AWAITSSS YOU!



WH--WHAT HAPPENED?

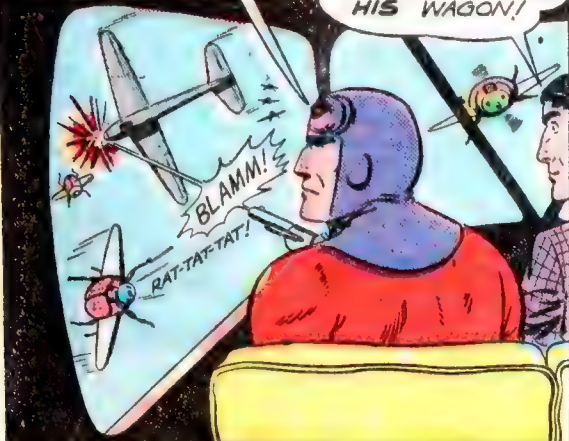
I, VON TOGO, THE CHILD OF TWO MASTER RACESSS HAF TRIUMPHED!





AN ORDINARY PISTOL WILL STOP THE HALF BREED.

Y'GOT HIS PROP WITH THE FIRST SHOT! THAT FIXES HIS WAGON!



AND THE RAY-GUN WILL FIX THE BEETLES. IT EMITS AN ULTRA-VIOLET RAY WHICH DISCHARGES THE CONDENSER OF THE ENGINE.

LOOK AT 'EM DROP!



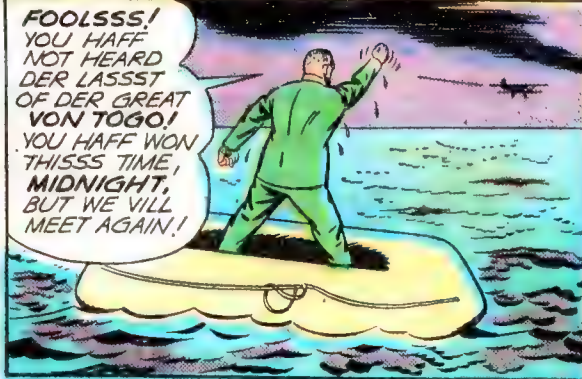
THAT'S THE END O' THAT, CAP'N. THE U.S.A. WILL NEVER KNOW HOW CLOSE IT CAME TO REAL TROUBLE!

WE'VE RID THE WORLD OF A TREACHEROUS CHARACTER, ICKY! VON TOGO IS GONE FOR GOOD THIS TIME!



BUT EVEN AS CAPTAIN MIDNIGHT AND ICKY START HOME TO RENEW THEIR BATTLE AGAINST THE FORCES OF EVIL, A HIDEOUS FIGURE WATCHES FROM THE SEA.

FOOLSSS! YOU HAFF NOT HEARD DER LASSST OF DER GREAT VON TOGO! YOU HAFF WON THISS TIME, MIDNIGHT, BUT WE WILL MEET AGAIN!



STEP RIGHT UP, PALS!

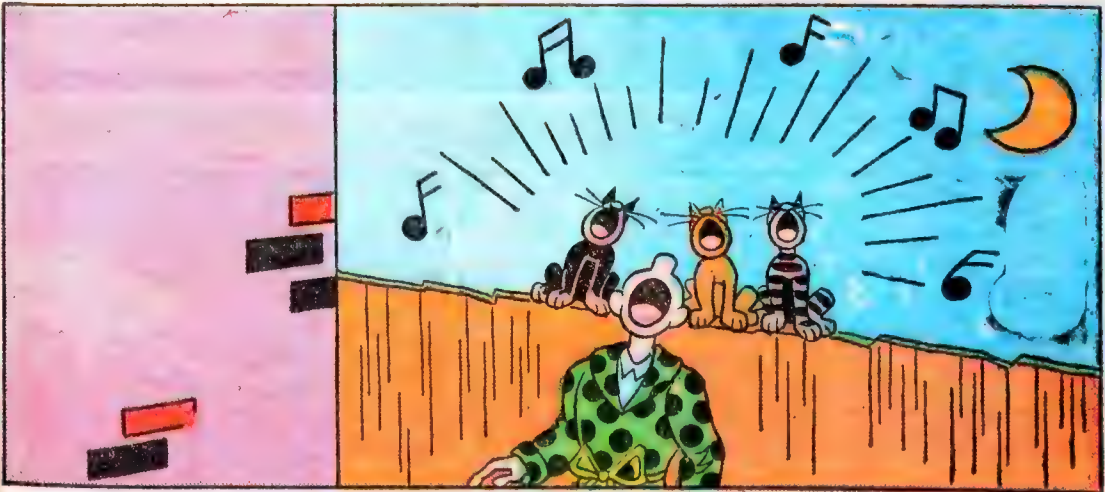
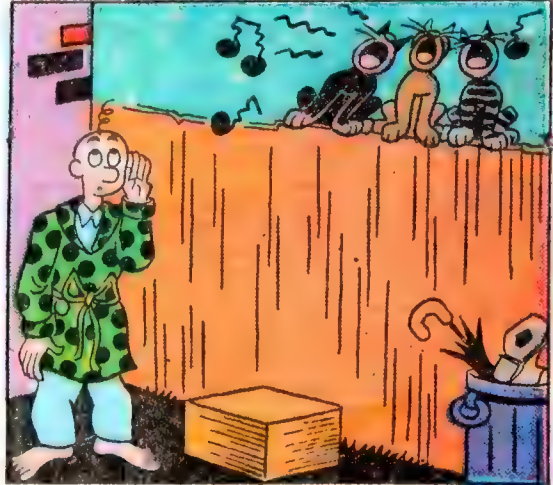
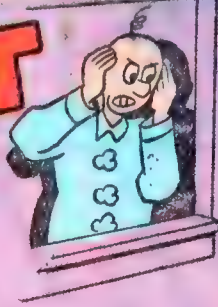
WAR BONDS AND STAMPS WILL EQUIP **YOUR** FIGHTERS TO WIN **YOUR** WAR!

GET THE BUYING HABIT TODAY!

Capt. Marvel



SILENT SIMS



CAPTAIN MIDNIGHT

AND THE PHANTOM BATTLEWAGON



IN THE SPRING OF 1941, THE NAZI SUPER-BATTLESHIP, **BISMARCK** WAS SUNK BY THE BRITISH FLEET!! NO WONDER A BRITISH OBSERVER THOUGHT HE HAD GONE MAD WHEN, TWO YEARS LATER, HE SAW THE **BISMARCK** CALMLY HIDING IN A NORWEGIAN FJORD!! BUT WHEN THE BOMBERS ARRIVED, 50,000 TONS OF MIGHTY BATTLEWAGON HAD VANISHED INTO THIN AIR!! IT TOOK **CAPTAIN MIDNIGHT** TO UNMASK THE NAZIS' MOST DARING BID FOR VICTORY AND SOLVE THE MYSTERY OF THE **PHANTOM BATTLEWAGON!**

A BRITISH RECONNAISSANCE PLANE ON ROUTINE PHOTOGRAPHING FLIGHT OVER THE FJORDS OF NORWAY!

HO-HMMM! WHAT A DULL TRIP! GUESS WE CAN HEAD HOME NOW!

YOU WOULDN'T THINK THERE WAS A NAZI IN NORWAY!! NO ACK-ACK, NO FIGHTER OPPOSITION- NOTHING TO OBSERVE!



WHEN, AS THE PLANE BANKS AROUND...

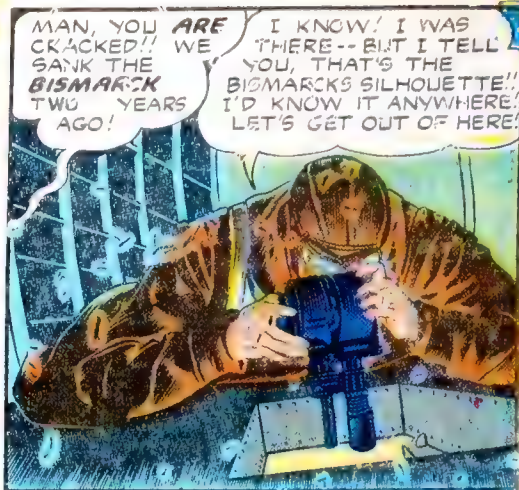


WE MAY AS WELL...HEY! LOOK!



JEEPERS!!
A NAZI
SUPER-
BATTLE-
SHIP!

NOT A
BATTLE-
SHIP!! EITHER
I'M CRACKED
OR-- THAT'S
THE
BISMARCK!



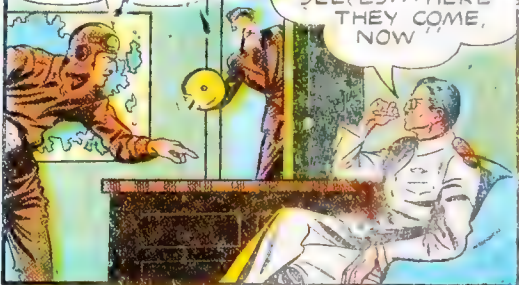
MAN, YOU **ARE**
CRACKED!! WE
SANK THE
BISMARCK
TWO YEARS
AGO!

I KNOW! I WAS
THERE-- BUT I TELL
YOU, THAT'S THE
BISMARCK'S SILHOUETTE!!
I'D KNOW IT ANYWHERE!
LET'S GET OUT OF HERE!

LATER, AT ALLIED AIR HEADQUARTERS
IN ENGLAND!

I TELL YOU IT'S THE
BISMARCK THE JERRIES
NEVER HAD ANOTHER
BATTLESHIP ANY-
WHERE NEAR THAT
SIZE OR DESIGN!

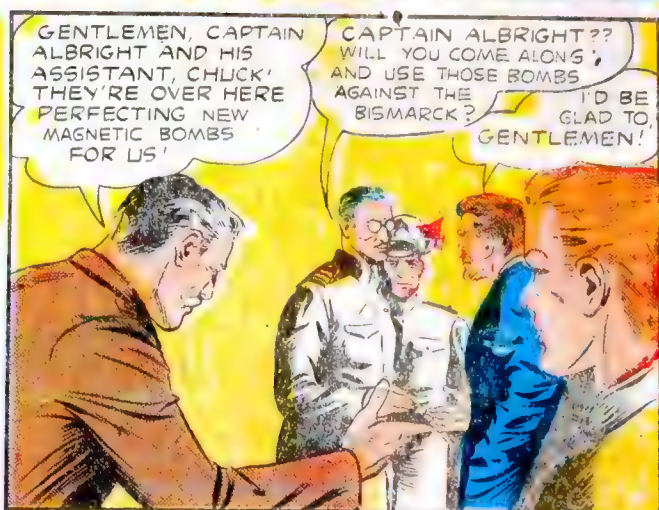
RELAX, SON!
THE PICTURES
YOU TOOK
WILL BE READY
SOON AND WE'LL
SEE FOR OUR-
SELVES... HERE
THEY COME,
NOW



JUST A MOMENT, GENTLEMEN!
IF YOU DON'T MIND, THERE'S
ONE MAN I'D LIKE TO HAVE
ON THIS JOB...
AN AMERICAN
INVENTOR!!

BY ALL
MEANS,
GENERAL
WAYNE!

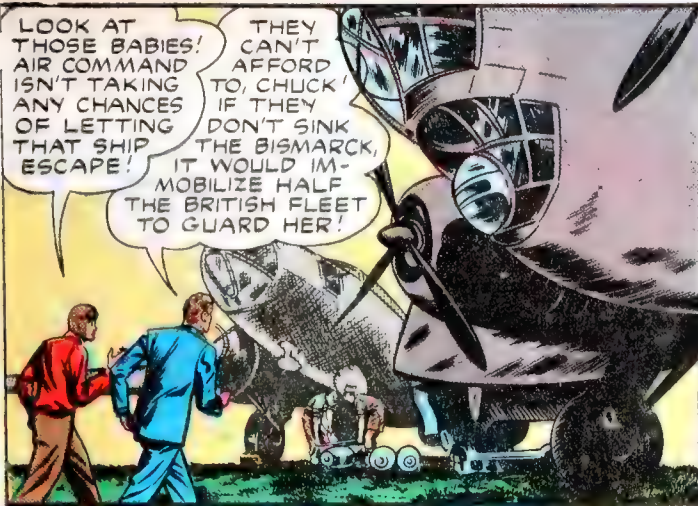
AFTER THE PICTURES ARE SHOWN...



GENTLEMEN, CAPTAIN
ALBRIGHT AND HIS
ASSISTANT, CHUCK!
THEY'RE OVER HERE
PERFECTING NEW
MAGNETIC BOMBS
FOR US!

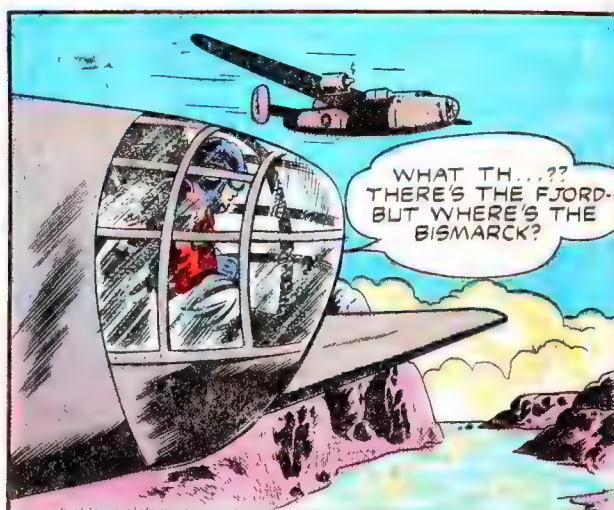
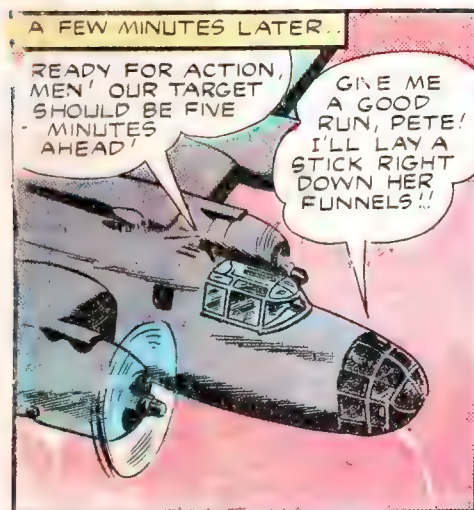
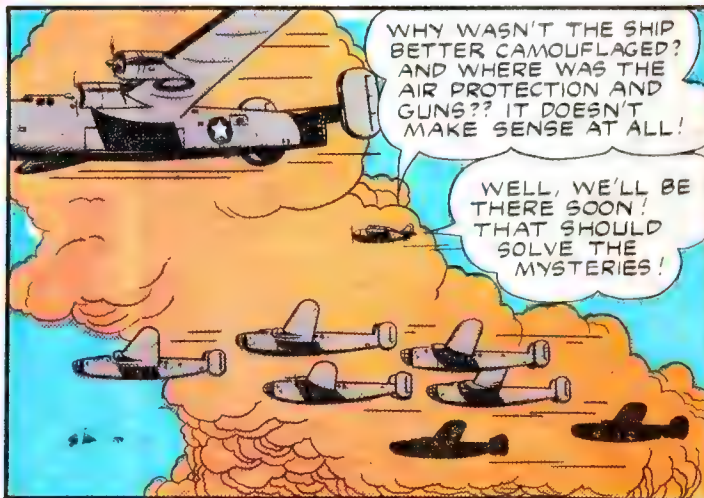
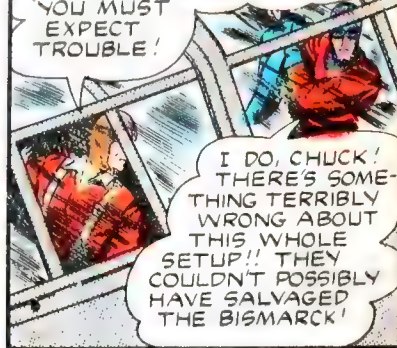
CAPTAIN ALBRIGHT??
WILL YOU COME ALONG,
AND USE THOSE BOMBS
AGAINST THE
BISMARCK?

I'D BE
GLAD TO,
GENTLEMEN!



AS CAPTAIN ALBRIGHT'S PLANE TAKES TO THE AIR LOADED WITH HIS NEW MAGNETIC BOMBS --

WHY, YOU'RE CHANGING TO **CAPTAIN MIDNIGHT!!** YOU MUST EXPECT TROUBLE!



SHE GOT AWAY ON US, MEN! SWING OUT TO SEA! SHE CAN'T HAVE GOTTEN VERY FAR IN THIS SHORT TIME!



DAWGONNIT! JUST WHEN I WAS SET FOR ACTION! BUT WE'LL TAG ALONG OUT TO SEA AND MAYBE...



NO, CHUCK! LET THEM SWING SEAWARD! WE'LL KEEP ON UP THE COAST!

B-BUT...



THEY WON'T FIND HER AT SEA! SHE HADN'T TIME TO DO MORE THAN SLIP INTO A NEW FJORD A FEW MILES AWAY--IF SHE MOVED AT ALL!!

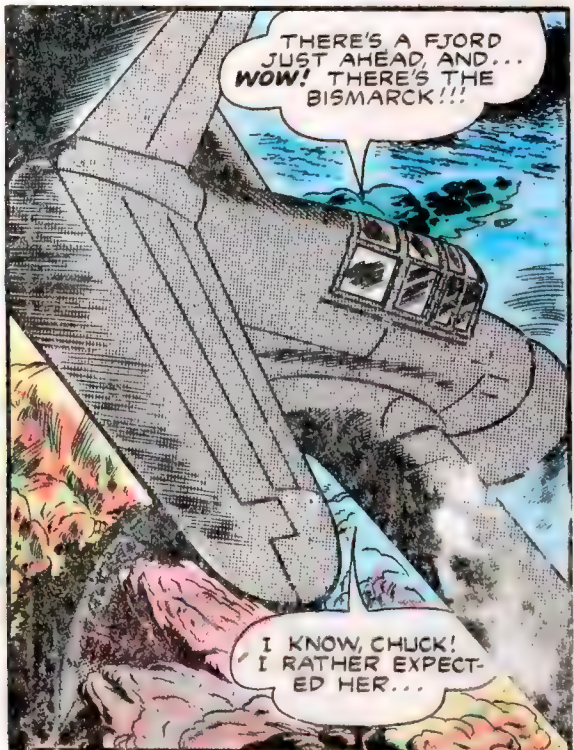
BUT AFTER A HALF-HOUR'S FLYING...

TURN BACK, CHUCK! THE BISMARCK COULDN'T HAVE COME THIS FAR IN TWICE THE TIME! FLY BACK TO WHERE SHE WAS FIRST SEEN!

OKAY, CAPTAIN MIDNIGHT-- BUT I'M GETTING DIZZY WITH THIS IS-SHE-OR-ISN'T-SHE STUFF!



THERE'S A FJORD JUST AHEAD, AND... WOW! THERE'S THE BISMARCK!!!



I KNOW, CHUCK! I RATHER EXPECTED HER...



NO MATTER WHERE AIMED, CAPTAIN ALBRIGHT'S NEW MAGNETIC BOMBS **SHOULD** BE DRAWN STRAIGHT TOWARD THEIR TARGET...

SEE! I **TOLD** YOU IT WAS A GHOST! THE BOMBS NEVER DEFLECTED ONE INCH!

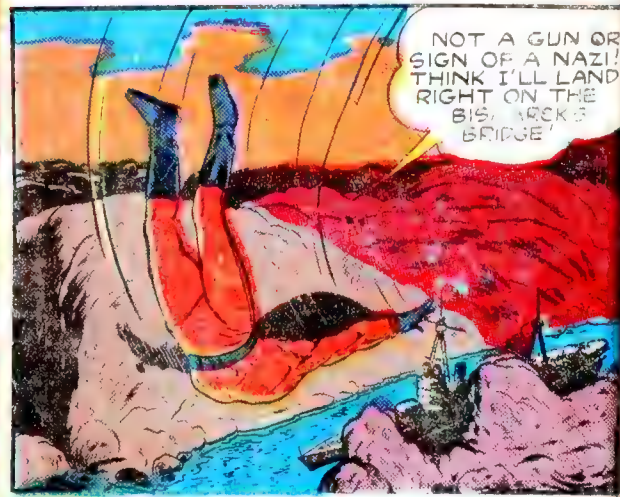
I'M POSITIVE THE ELECTRO-MAGNETIC GENERATOR IN EACH BOMB WORKS PERFECTLY! SO---

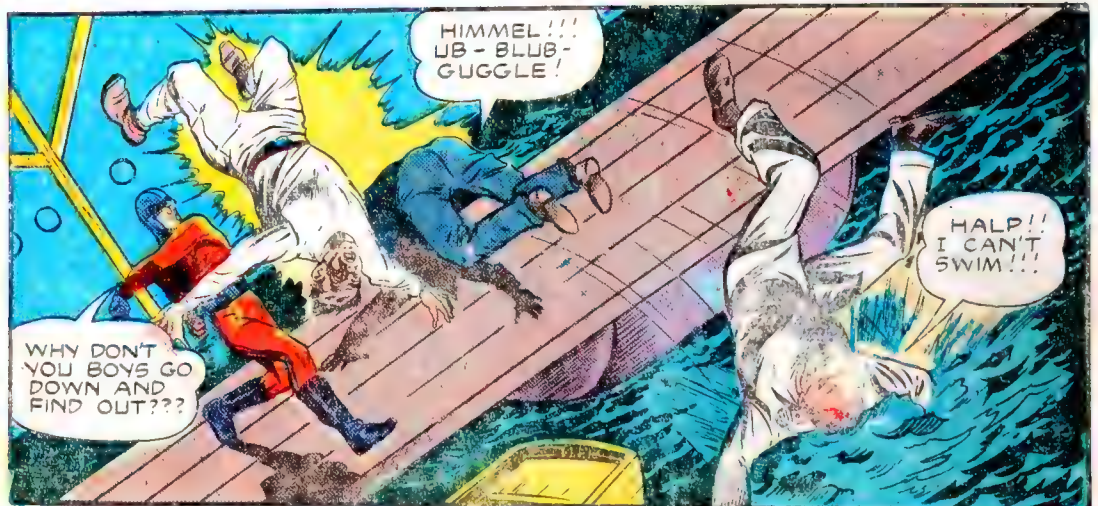
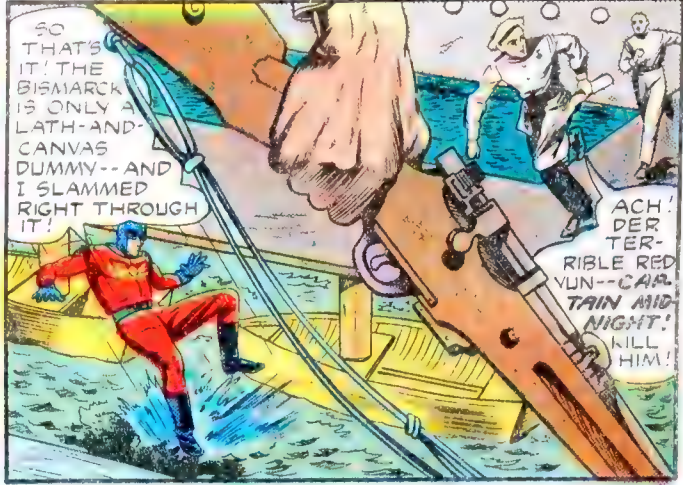


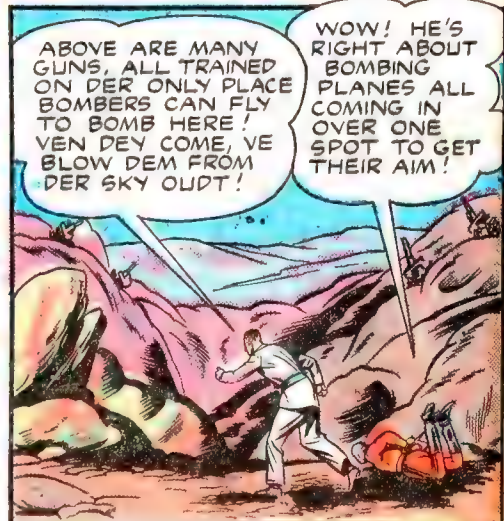
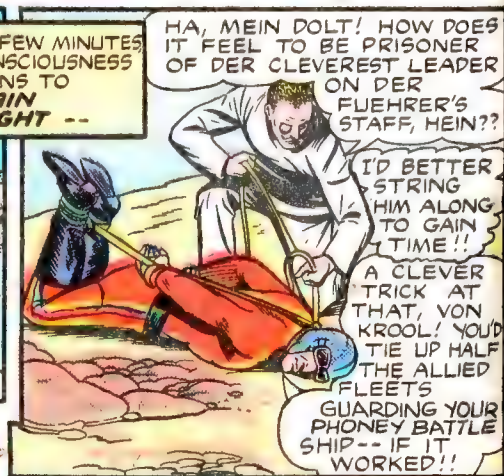
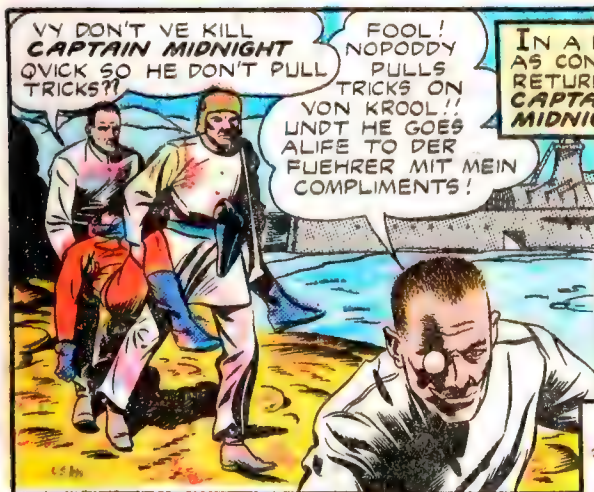
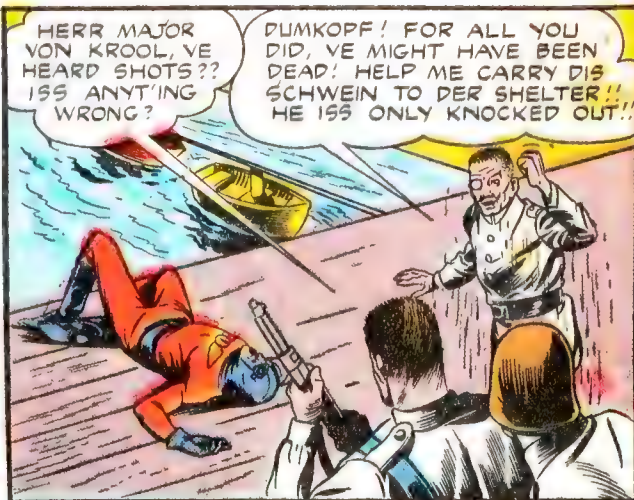
YOU MAY BE NEARER RIGHT THAN YOU THINK, CHUCK! I'M GOING DOWN! RADIO THE BOMBERS TO RETURN!

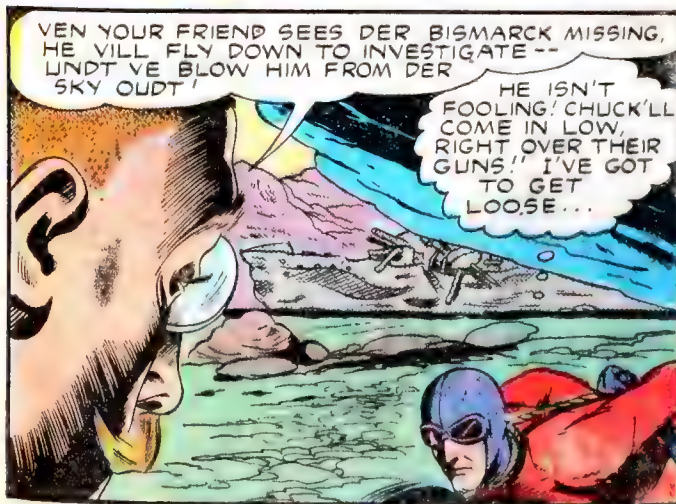
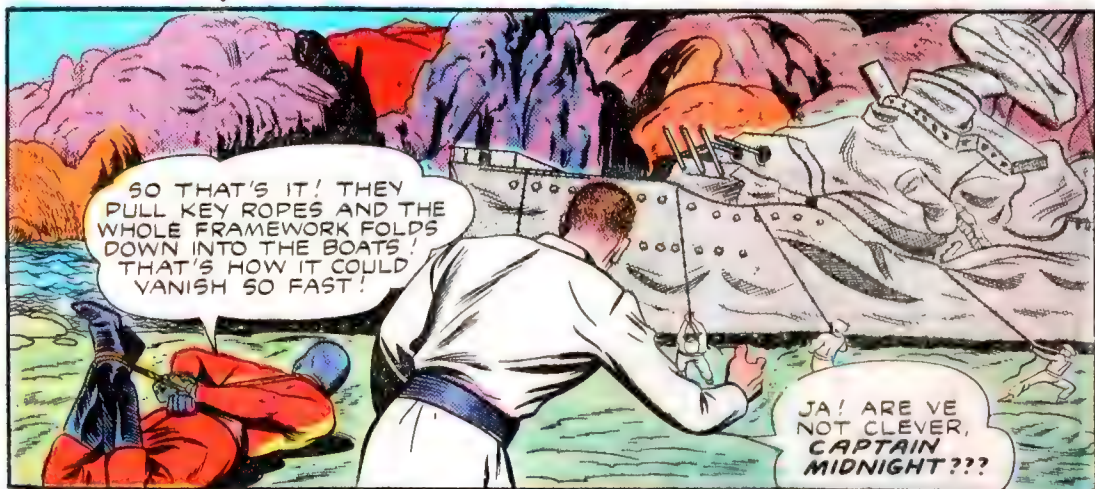
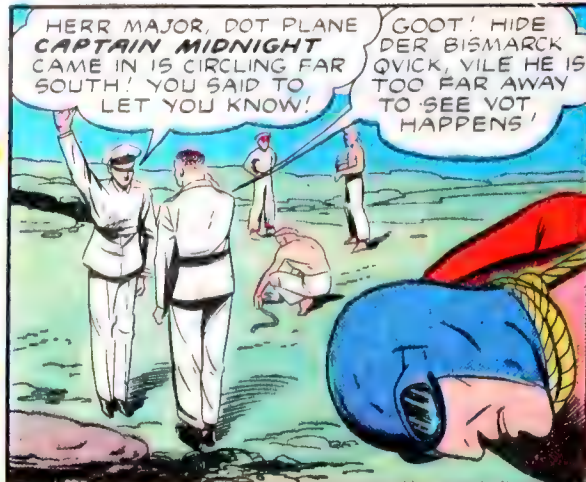
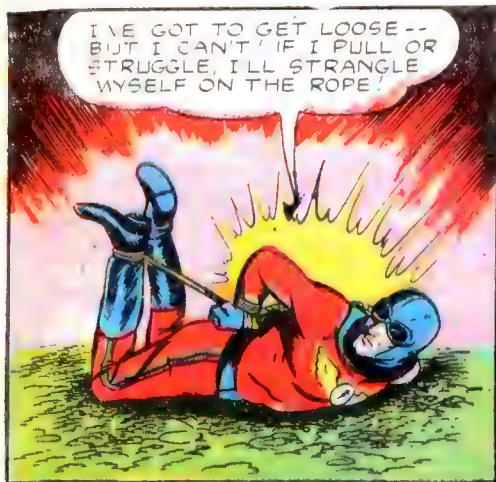


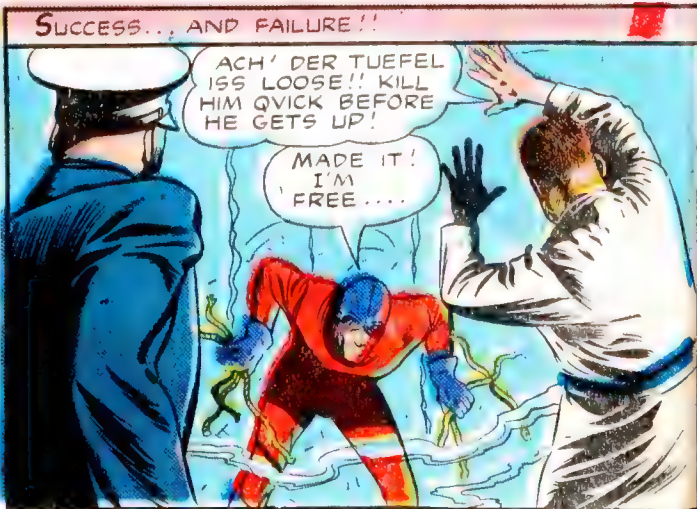
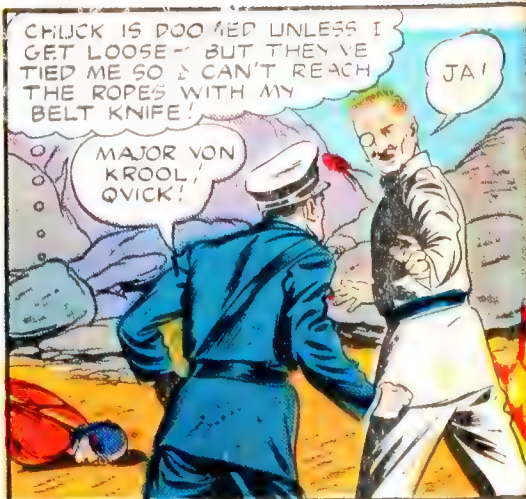
VERY LIKELY! DAW-GONNIT, IF I WASN'T STUCK HERE, I'D-I'D DISOBEY ORDERS!

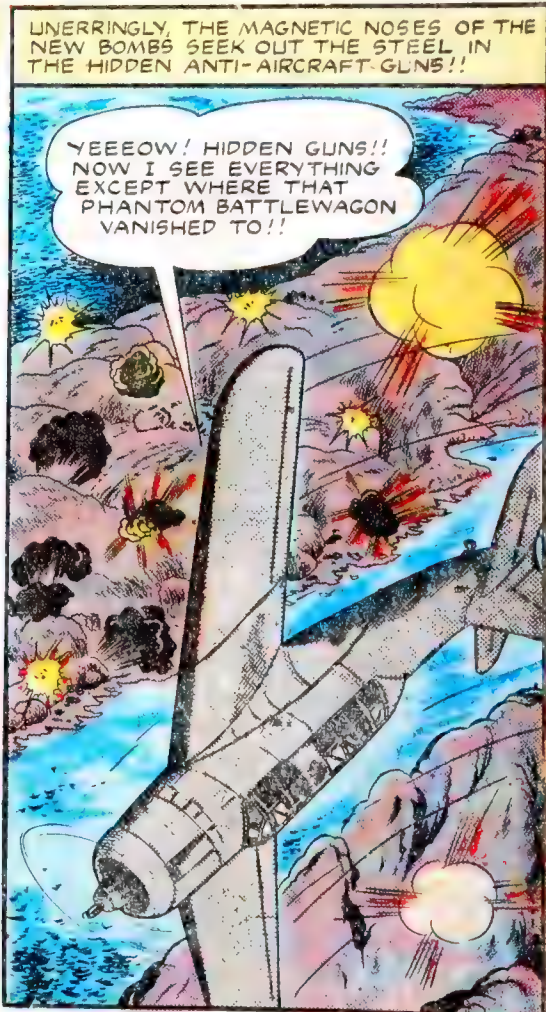
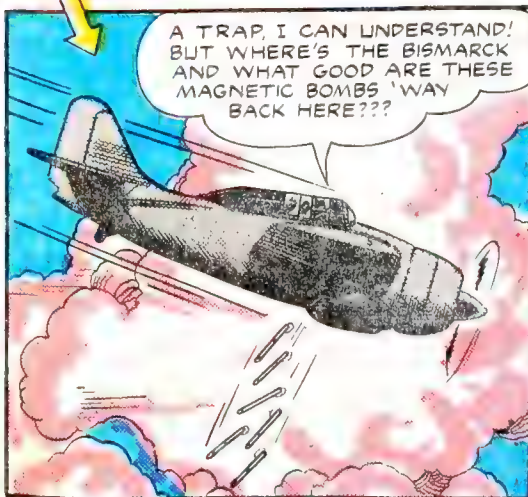
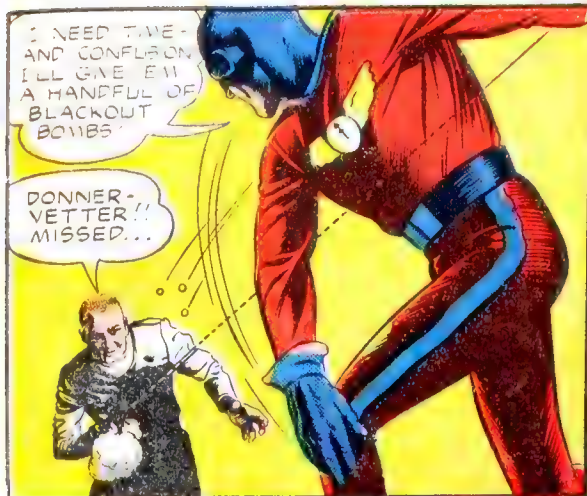


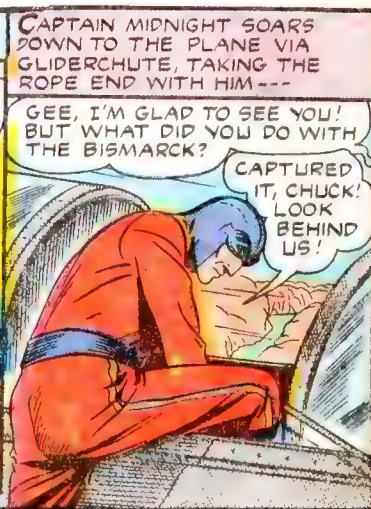
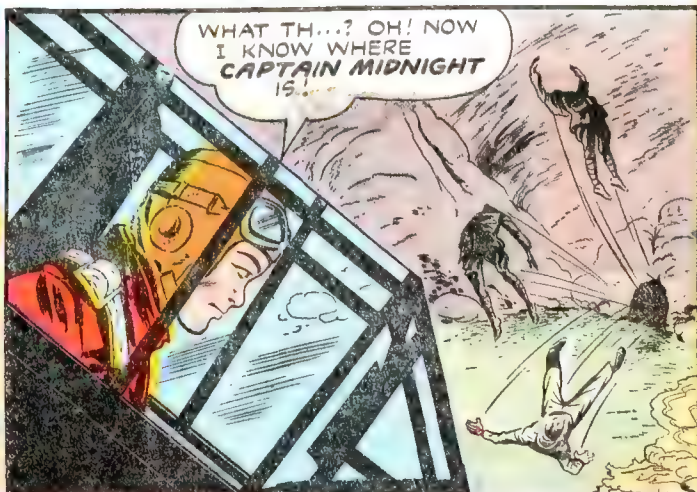
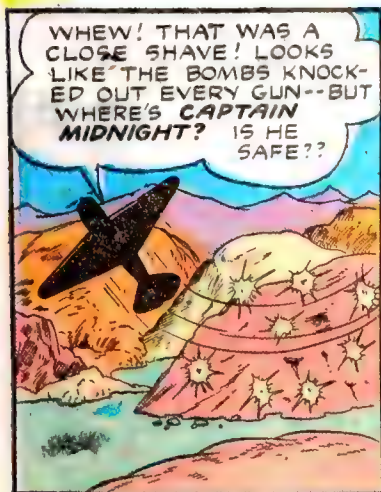
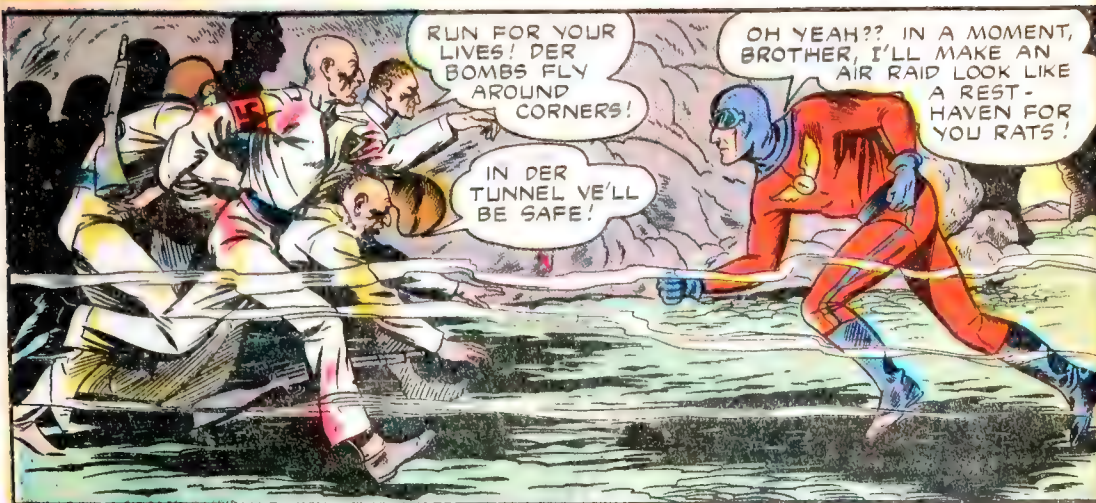


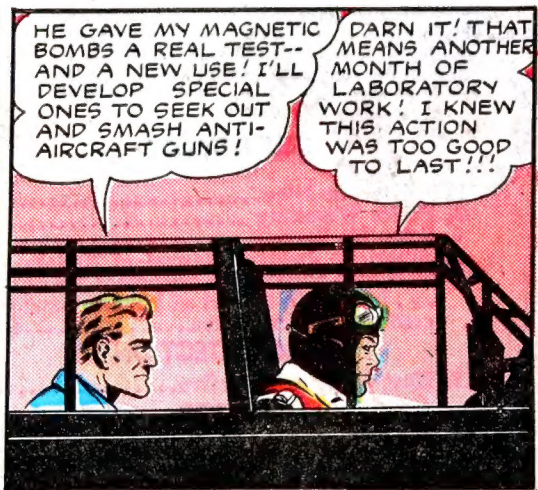
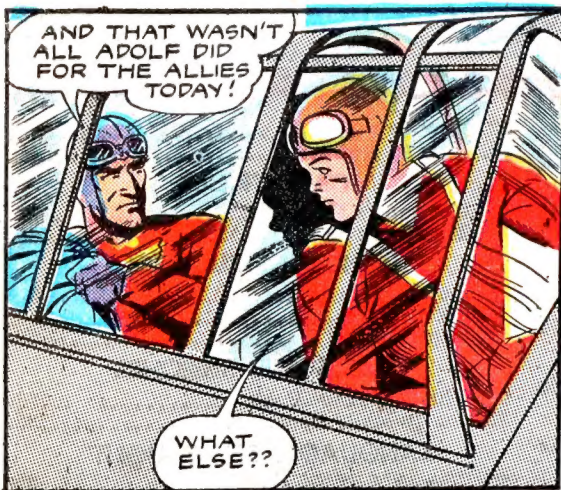
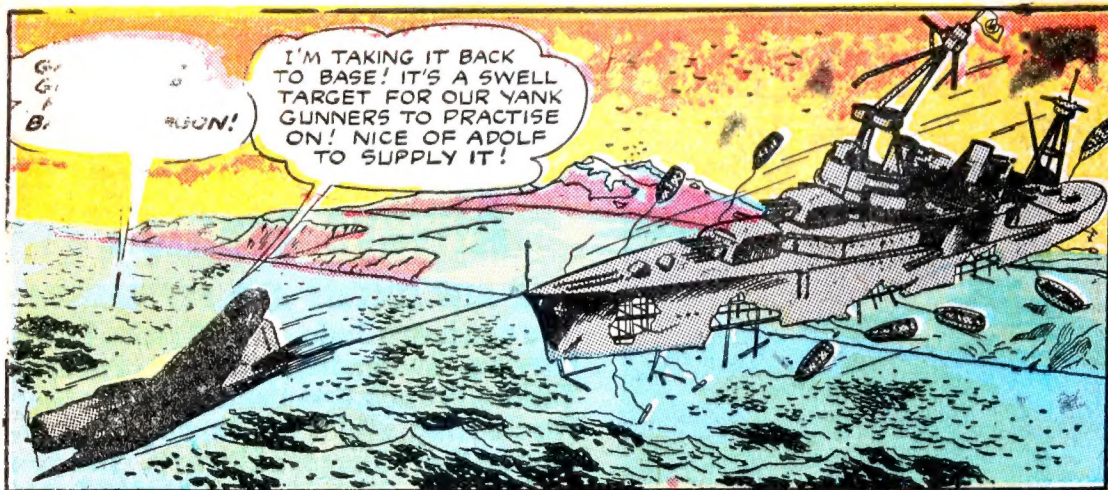












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—make official
PLANE models

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AND THE
BLADES ARE
SO EASY TO
RENEW, TOO!

OH, SURE —
IN ABOUT A
SECOND; 8
BLADES, TOO
—ONE FOR
EACH JOB!

HERE'S THE PAY-
OFF — A BIG, DETAILED
INSTRUCTION BOOK —
FREE!

GEE! I WANT
TO MAKE MANY
MODELS, TOO!
I'LL ASK DAD
FOR A SET!

OO, GEE,
DAD —
THANKS A
MILLION!

SURE SON,
HERE'S THE
MONEY.
YOU'RE SERVING
UNCLE SAM
RIGHT NOW!

BOY, WHAT A
PLANE! HOW'D
YOU MAKE IT?

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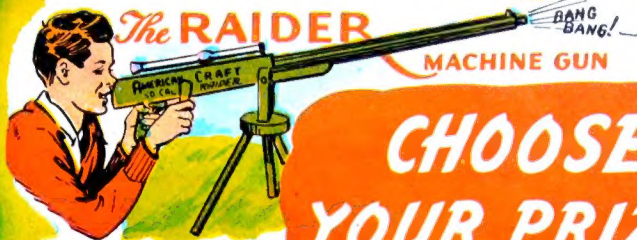
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KNIFE**

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Send at once X-ACTO if I have checked. It is understood if I am not satisfied I may return within five days for refund. Also enclose gift I am entitled to as per your special offer.
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☐ Enclosed find \$..... in full payment.
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Street.....
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